WHAT IF™ MARVEL® COMICS GROUP

60¢ CC | 7 FEB 02686

WHAT IF™ SOMEONE ELSE BESIDES SPIDER-MAN® HAD BEEN BITTEN BY THE RADIOACTIVE SPIDER?

©1977 MARVEL COMICS GROUP

WHAT IF MARVEL COMICS GROUP

Monster Record

95¢

Terrifying, Horrible sounds. Screams, moans, howls, haunted houses, unknown thunderstorms, eerie, supernatural, horrible monsters and creatures, hideous, wild animals, musical laughter, many more. Long play 33 RPM record. For parties, supernatural effects, Halloween.
☐ 3140. Horrible Sounds Record ..... 95¢

89¢

1001 THINGS FREE

Get FREE articles, novelties, books, stamps, coins, show tickets, games, films, products, maps, toys, food drug samples, science materials, records, jewelry, hobbies, brand info., many. Household directory of over 1000 free offers with names and addresses.
☐ 1018. "Things Free" Directory ..... 89¢

Flying Helicopter Goes Up To 100' High! $1.95

Flying authentic replica of helicopter used by armed forces. Chest 16" wingspread. Goes up to 100 feet high. High impact plastic.
☐ 2386. Flying Helicopter $1.95

Unbeatable Self Defense

95¢

Learn Judo, Jiu-Jitsu, Boxing, Wrestling, Muscle Building, Self Defense Tricks. Well illustrated, easy to understand paper covered books. Up to 95 pages long.
☐ 1288. 80 Tricks of Self Defense ..... 95¢
☐ 1086. How to Build Mighty Muscles 95¢
☐ 1271. How to Box ..... 95¢
☐ 1286. Combat Judo ..... 95¢
☐ 1287. Professional Wrestling Methods 95¢

Automatic Switch - Action Comb

$1.49

Zip! Zip! Just push button & comb flips out of pocket. Comes in colors. Lasts automatically. Retractable blade gives you longer, sturdier, cleaner comb as well as convenient pocket size. 7½" overall. 4" closed.
☐ 4026. Switch Blade Comb $1.49

MAGNET LIFTS 50 POUNDS!

Lifts up to 50 Pounds SOLID STEEL! Tested on smooth 3/4" steel plate. Do amazing stunts. 1001 uses. Needs developed choice. Hand size. Go treasure hunting.
☐ 4008. 50-lb Magnet $2.50

50

Red Flasher Light-$1.95

Police Style Warning Light. Big dome flashes on & off in bright red light visible for away. With suction cup base. Sticks tightly to any smooth surface like top of car. Runs on flashlight batteries. About 4".
☐ 7006. Flasher $1.95

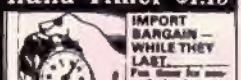
Have Fun & Entertain

Bargain Price $2.95

Ventriloquist Dummies

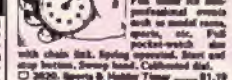
Full length 18-inch dummies with control to operate mouth & move head. Learn to move your voice & ventrilo sounds. Make them sit, stand, even dance & act alive! Fully dressed in colorful clothing. Modeled plastic. Natural finish. Movable arms & legs.
☐ 0186. Lady Vent Dummy $2.95
☐ 0475. Dummy The Clown $2.95

Hand Timer $1.19



IMPORT BARGAIN — WHILE THEY LAST

Fun timer for sensitive professional sports such as musical events, sports, etc. Full pocket-watch size with chain link. Spring operated. Start and stop button. Sweep hand. Calibrated dial.
☐ 3620. Sports & Hobby Timer $1.19



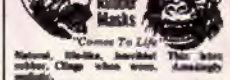
WITH HAIR! Rubber Masks

"Comes To Life"

Natural, lifelike, lovelier! Thin latex rubber. Clings when worn. Amazingly realistic.
☐ 4637. Wild Cave Man $3.95
☐ 4717. Savage Gorilla $3.95
☐ 4033. Realistic Frankenstein $3.95

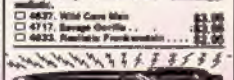
Deluxe Electric Shock Pen—$3.95

When they borrow your expensive looking ball point pen it causes the sparks to fly. They think it is broken but THEY GET ZAPPED! The looks and feel of finest pen on market. Wear in pocket or leave on desk, ready for your next "victim". Never fails. Tantalizer "antidote" is included. Made by West German craftsmen. Deluxe in looks & works. With replaceable battery inside.
☐ 3980. Shocking Pen $3.95



Midget Radio

Pocket self-powered radio with dial tuner. No batteries. No plug. Ready-to-operate. Built in radio waves from air. Listen almost anywhere, with private earphone. Size of cigarette pack.
☐ 0600. Pocket Radio $1.88



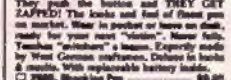
TWO HEADED NICKELS $1.95

Real nickels with heads on both sides. Fool your friends. Not to be used for gambling! Also available, pennies with 2 tails.
☐ 0876. 2 Headed Nickel $1.95
☐ 0875. 2 Tailed Nickel $1.95

MIDGET SPY CAMERA

$1.49

Take more or regular photo. Size of pocket watch. Contained in hand. Import bargain. Solid metal construction, chrome trim, fine finish. 2¼ on. Takes 10 pictures each roll.
☐ 3986. Camera $1.49
☐ 4001. Film 3 rolls (30 pictures) ..... 79¢



79¢

1001 Insults, Putdowns, For all Occasions

A putdown, barb, sarcastic remark or comeback for every occasion. Find one to fit every situation, every type person.
☐ 1171. Insult Encyclopedia ..... 79¢

Joke Gum

Pocket Gum. Packed.
☐ 2728. Pkg. of 6 ... 30¢
Red Hot Gum. Shocking.
☐ 2734. Pkg. of 6 ... 30¢
Garlic Gum. Awful!
☐ 2735. Pkg. of 6 ... 30¢

GREEDY FINGERS BANK $2.49

Automatic Mechanical Pickpocket.

Great Money Maker!

Place coins on coffin & grotesque grave hand with curls, bony fingers appears like magic from the grave to snatch them.
☐ 3021. Greedy Fingers Bank $2.49

Star Trek Phaser Set

All 3 $3.49

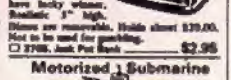
Tricorder

Authentic replicas of Star Trek instruments PHASER: Pistol energy weapon. Emits pulsating beam which demateralizes, disrupts. TRICORDER: Portable sensor/computer/recorder with midget TV screen. COMMUNICATOR/LOCATOR: Used between satellites, planets, space ships. Detailed models. With assembly instructions.
☐ 7002. Exploration Set $3.49

Jack Pot Bank

$2.95

Las Vegas Replica. 12 "twinkling" slot machine. Coin goes down chute, and lands on this "One Arm Bandit" & watch the reels spin in windows to see if you have lucky winner. Realistic 5" high. Bases are removable. Holds about $20.00. Not to be used for gambling.
☐ 3788. Jack Pot Bank $2.95



Motorized Submarine

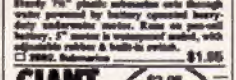
$1.95

Steady 7½" plastic submarine sails through water powered by battery operated heavy-duty underwater motor. Runs on pen-and battery. 3" motor is waterproof sealed, with adjustable rubber & built-in switch.
☐ 0002. Submarine $1.95

GIANT BALLOONS

$2.95 8 - Ft. BALLOONS

Capable of tremendous lifting power. Ideal for holding shows, advertising effects, release fun, fine for sales. 34 ft. around.
☐ 3010. 8 ft. Balloon $2.95



79¢

Vibrating Shocker

Small hand-held instrument that simulates electric shock. Make hands or whole body and it gives off spine-tingling shock!
☐ 3985. Joy Buzzer ..... 79¢

FLESH EATING PLANTS $1.19

Venus Flower Fly Trap Seeds — Grow small flowering plant unique plant eat everything fingers, pencil, bugs. Plants itself by trapping and eating insects. "Most unusual plant in world." Grows easily in house plants. Lovely white flowers. Grow up to 30 inches. 12" high.
☐ 3011. Venus Fly Trap Seeds $1.19

Slot Machine BANK GIVES REAL PAY OFF

Las Vegas Replica. Take a chance. Insert coin, pull "one arm bandit" and watch dials spin. Big payoff if you hit! Collect money for years to come. Smooth action. 6" high. Not for gambling.
☐ 4002. Slot Bank $5.95

AIR CAR

NEW HOVERCRAFT RIDES ON AIR!

New HOVERCRAFT glides like magic over floors, sidewalks, EVEN WATER! Sleek car of the future uses principle of air cushion to ride on cushion of air above most any surface. Colorful plastic, 8"x9"x3" high. 4" propeller. 48" control line from push button remote control unit. Simply push switch and this beauty dazs and flaws in any direction you wish. Illustrates frictionless motion principles of full size experimental vehicles. Ready to run! Not a kit. Ready-to-use except for 3 "D" batteries (not included).
☐ 7986. Hover Craft $4.95

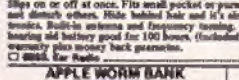
$4.95

Midget EAR RADIO

- TINY, yet NOT A "TOY"
- Fits Ear Like Hearing Aid
- Powerful 13 Transistor Circuit
- Featherweight — Half Ounce!

Hear Music, News, Sports while Working, Reading, Studying or at Sports Events, Traveling, Waiting, Shows, etc. Enjoy yourself and keep up-to-date wherever you are. Slips on or off at once. Fits small pocket or purse when not in use. Private reception — does not disturb others. Hide behind hair and it's almost invisible. Miniaturized space age electronics. Built-in antenna and frequency tuning. Receives all AM stations. Operates on tiny hearing aid battery good for 100 hours. (Included; replacements about 30¢). Potented 1 year warranty plus money back guarantee.
☐ 4005. Ear Radio $16.95

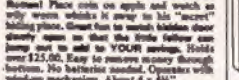
APPLE WORM BANK



Mischievous Little Worm Shows You Rich! A "Rotten Apple" That Isn't So Rotten! Place coin on apple and watch as wily worm whisks it away in his "secret" hiding place. Great fun to watch hidden door slowly open so that the little fellow can jump out & hide in YOUR savings. Holds over $25.00. Easy to remove money through bottom. No batteries needed. Operates with wind-up mechanism. About 4 x 4½".
☐ 3003. Apple Worm Bank $2.95

SQUIRT JACKPOT MACHINE

Jackpot Of Laffs! 3" miniatures replica of Las Vegas slot machine gives victim unexpected "squirt of laffs" in fact, anyone who pulls lever really "takes a bath." Wheels spin like real thing but honey little man pops up and shoots water right at player. Use over & over. Funds everyone. Impossible to detect. Can also be played like realistic jackpot game. Odds shown on front. Sturdy plastic. Bright colors.
☐ 3004. Squirt Machine $2.95



Secret Compartment Chest

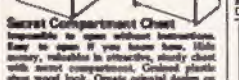
Impossible to open without instructions. Easy to open if you know how. Hide money, valuables in secret, empty chest with secret compartment. Grained plastic ghost wood look. Ornate oriental design on top. Innocent looking but devilishly clever. Almost 5 x 3½ x 2". With instructions.
☐ 3006. Secret Chest $1.95

Star Trek Patches

$1.50

STAR TREK

2" embroidered patches for jackets, shirts, jeans, etc. Show your support of Star Trek — get both. 2 for $3.75.
☐ 7992. Spock $1.50
☐ 7991. Enterprise $1.50



HORROR, COMIC & CHARACTER EFFECTS

Make-Up Kit 65¢

Easy on—off! Place lip. For stage, movies, comic disguises, masquerades, etc. Remove with soap, water.
☐ 7001. Make-Up ..... 65¢

STAR TREK VULCAN EARS

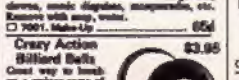
$1.95

Look like real green-blooded native from Mr. Spock's planet, Vulcan. Realistic extension. Glued on, elastic 4". Easy on-off.
☐ 4713. Vulcan Ears $1.95

Crazy Action Billiard Belts

$3.95

Great way to break up a serious game of pool. Looks like regular ball until your unsuspecting victim joins it. Wear conveniently all over table with strategist "English" you've ever seen. Comes red form & laugh incl. 2¼" regulation size.
☐ 2951. Crazy Cue Ball $3.95
☐ 2967. Crazy 8 Ball $3.95



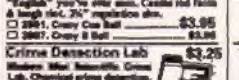
ELECTRIC POLICE SIREN & FLASHLIGHT

Powerful beam flashlight. Loud, screaming siren. For protection, fun. Heavy duty.
☐ 3036. Police Siren Flashlight $2.95

Crime Detection Lab

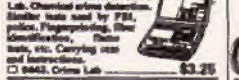
$3.25

Business Mini Scientific Crime Lab. Contains 12 different tools used by FBI, police. Fingerprinting, fiber identification, flame tests, etc. Carrying case and instructions.
☐ 0443. Crime Lab $3.25



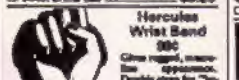
10-In-One Optical Device 98¢

Folding Field Glasses, Telescope, Magnifier, Solar Watch, Compass, Magnifying Mirror, Campfire Lighter, Microscope, Mirror, Stereoscope, Pocket size. Import bargain.
☐ 0392. Optical Device ..... 98¢



Hercules Wrist Band 99¢

Gives rugged, muscular appearance. Double strap for "bonus" Adjustable. Get two — one for each arm. Conceal better.
☐ 3112. Set of 2, $1.99 ..... Each 99¢



Hypnotism Record — $1.50

Hear a hypnotist in action. 7" 33 LP is example of how people are hypnotized. Side 1: Individual & group hypnotism. Side 2: Self-hypnotism.
☐ 3041. Hypno Record $1.50

Free 1977 Catalog 1600 Novelties

World famous catalog of novelties, pranks, jokes, mail items, shock patches, hobbies, scientific supplies, humorous, games & boats, gadgets, timesavers, photo & special goods, jewelry, disguises, magic tricks & accessories, telescopes, books, office & artist supplies, magic tricks, sports, books.

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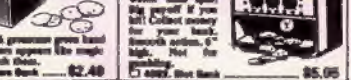


Secret Book Safe

Looks like unassuming bound book but opens to reveal combination lock safe. Keep valuable papers, pearls, money, etc. hidden from prying eyes. 4x6x1½".
☐ 4012. Book Safe $1.69

Electric Sound Switch

SURPLUS BARGAIN! ONLY $1.95. Turns on lights, bells, horns, stereo, alarms, tape recorders, radios, etc. Operates by voice, whistle or any sound from across room. Do mysterious tricks & stunts. Great for experimenters, electronic bugs. NOT A KIT. 2 for only $3.95.
☐ 0881. Voice Command Switch $1.95

Live Sea Monkeys $1.25

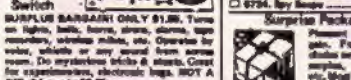
Hatch entire family of monkeys in 5 minutes. Watch them grow, play, etc. Easy to care for. With year's supply of food, complete handbook of tricks.
☐ 3780. Sea Monkeys Complete Set, $1.25

Handcuffs

Police Style

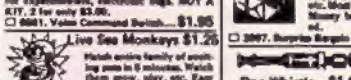
$4.95

Registration size and style. Heavy duty, steel, lock lock and keys. Chrome plated
☐ 3043. Handcuffs Style Handcuff $4.95
☐ 3046. Handcuff Case $1.95



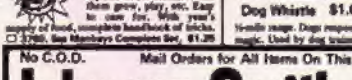
Pocket Spy Telescope — $1.50

Powerful, yet fits pocket like pen. Magnifies 64 times (pen 6 power). Attractive finish. Sturdily built import bargain.
☐ 0734. Spy Scope $1.50



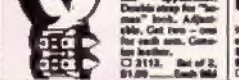
Surprise Package $1.00

Pleasant surprise and bargain. Fun or useful. Includes rare rare gifts, novelty surplus, special novelties, etc. Most worth much more. Money back if not delighted.
☐ 3997. Surprise Bargain $1.00



Dog Whistle $1.00

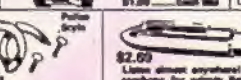
Inaudible range. Dogs respond instantly as if by magic. Used by dog trainers. 4001 ... $1.00



Secret Pocket "Pen" Radio

$2.69

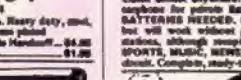
Listen almost anywhere! Slips into pocket like ordinary pen. Tiny earphone for private listening. Pulls in radio waves from air. NO BATTERIES NEEDED. Ground wire included for best reception, but will work without grounding. Concentrated in metal casing, although reception will vary from place to place. Hear SPORTS, MUSIC, NEWS, etc. in office, school, bed, etc. Solid-state circuit. Complete, ready-to-play.
☐ 7063. Spy Pen Radio $2.69



X-RAY VISION

$1.35

Greatest illusion of the century! Apparently see bones thru skin, see thru clothes, etc. Amazes and entertains everyone! Regular size glasses with built-in optical illusion.
☐ 2762. XRAY Specs Only ..... $1.35 per Pair



Use With Horror Record 1140 ... 95¢

U-Control 7-Foot Life-Size GHOST 95¢

Use Indoors & Outdoors Acts Life-Like

You control in secret. Ready to operate. Rises, falls, floats, spooky effects, darks, dances. Includes: inflatable head & white shroud "body" (about 7-ft. overall) with near invisible 30-ft. control line. Includes detailed instructions.
☐ 3747. Ghost ..... 95¢

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Johnson Smith Co.

Dept. 310, 35075 Automation Dr., Mt. Clemens, Mich. 48043

MONEY BACK GUARANTEE

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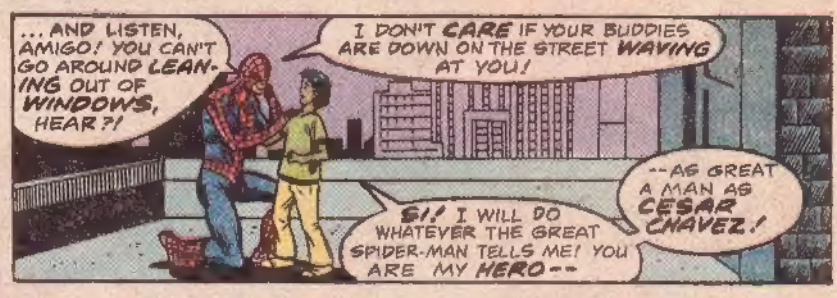
WELL, HAVEN'T SEEN ANY SUPER-VILLAIN TYPES SKULKING AROUND!
BUT SOMETHING'S GOT TO HAVE TRIGGERED OFF MY SPIDER-SENSE LIKE TH--
UH, OH! THERE'S THAT SOMETHING--
--SOMEBODY JUST FELL OUT OF THAT SKYSCRAPER WINDOW! HASN'T A CHANCE--

--UNLESS I REALLY PUT ON THE SPEED AND GET TO HIM--
--BEFORE HE REACHES FIFTH AVENUE!!
GOOD THING I INVENTED THIS HANDY WEBBING OF MINE!

--CAUSE THIS JOB'S GONNA TAKE MORE THAN JUST SPIDER-STRENGTH AND SPEED!
GOTCHA!! BUT YOU SURE AS HECK DON'T WEIGH MUCH!
HEY?!
YOU'RE ONLY A KID!!

OKAY, PAL--YOU CAN TELL ME WHAT YOU'RE DOING FALLING OUT OF HIGHRISE WINDOWS--
--ONCE YOU'VE CALMED DOWN, OF COURSE!
OHHHH... IT IS EL HOMBRE ARAÑA! YOU HAVE SAVED ME! GRACIAS!


...AND LISTEN, AMIGO! YOU CAN'T GO AROUND LEANING OUT OF WINDOWS, HEAR?!
I DON'T CARE IF YOUR BUDDIES ARE DOWN ON THE STREET WAVING AT YOU!
--AS GREAT A MAN AS CESAR CHAVEZ!
SI! I WILL DO WHATEVER THE GREAT SPIDER-MAN TELLS ME! YOU ARE MY HERO--

SURE WISH A CERTAIN PUBLISHER WITH THE INITIALS JJJ FELT THE SAME! BUT NO HIGHER ON THE MASK, OKAY?
IF THE HOMBRE ARAÑA WILL COME HOME WITH ME, MY MOTHER IS A BUENA COOK...
I'D LIKE TO, AMIGO... REALLY!

BUT I'VE GOT ANOTHER ENGAGEMENT RIGHT NOW!
YEAH, LIKE WITH A COOK-IT-YOURSELF FROZEN MINUTE STEAK!
BUT FACE IT, WEBHEAD! HOW'D YOU EAT THOSE REFRIED BEANS THROUGH YOUR SPIDEY-MASK?
MESSILY, THAT'S HOW!!
ADIÓS, AMIGO! SEE YOU SOON!

CONTINUED AFTER NEXT PAGE

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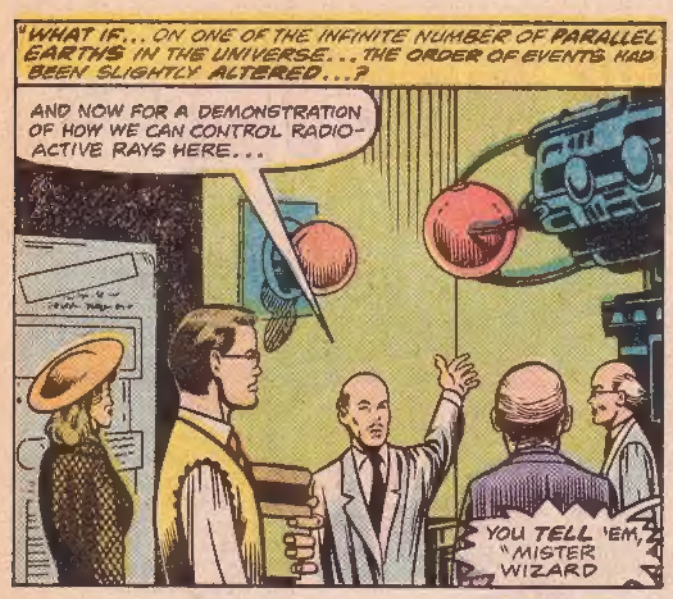
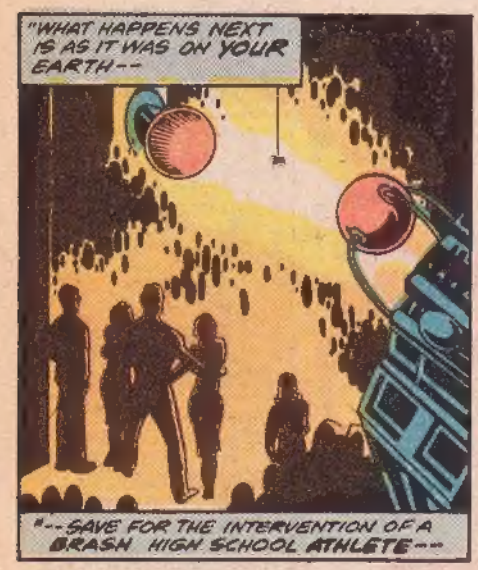
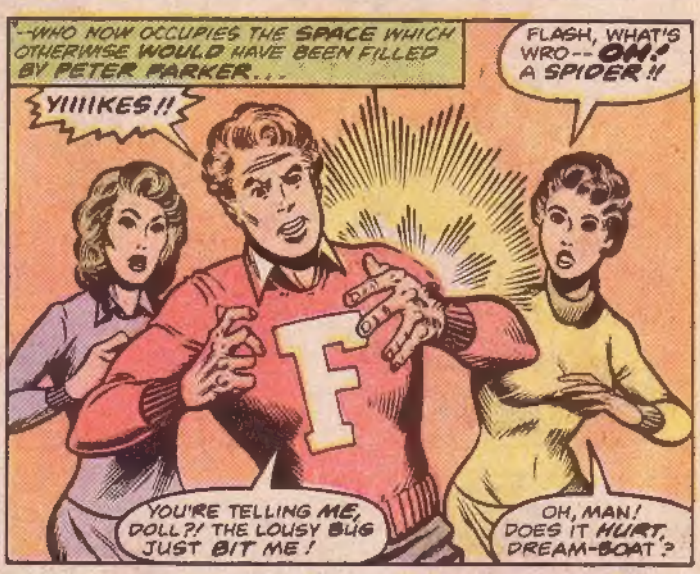
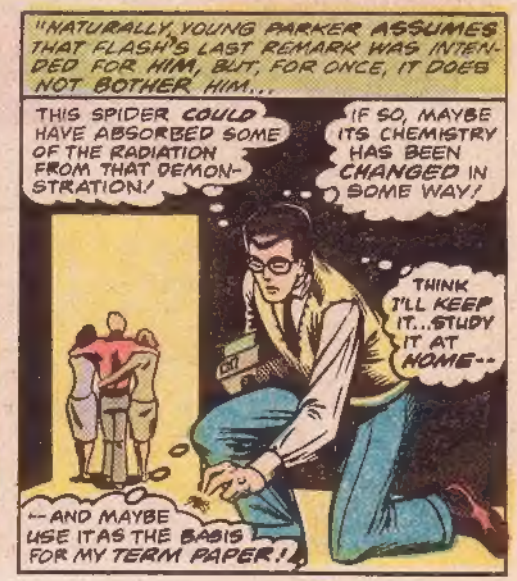

"WHAT IF... ON ONE OF THE INFINITE NUMBER OF PARALLEL EARTHS IN THE UNIVERSE... THE ORDER OF EVENTS HAD BEEN SLIGHTLY ALTERED...?
AND NOW FOR A DEMONSTRATION OF HOW WE CAN CONTROL RADIO-ACTIVE RAYS HERE...
YOU TELL 'EM, "MISTER WIZARD

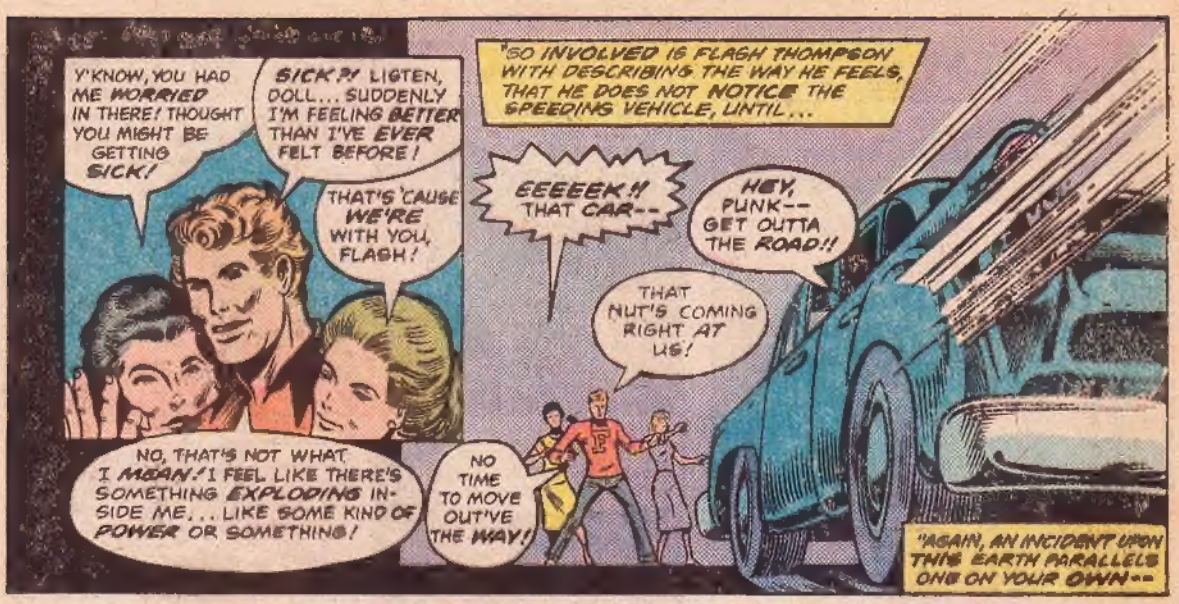
FLASH THOMPSON?! BUT I THOUGHT YOU SAID--?
YEAH, I KNOW WHAT I SAID, BROWN-NOSE! BUT MAYBE I THOUGHT THERE'D BE SOME KICKS HERE IN THE MAD DOC'S LAB!
'SIDES, WHEN YOU GOT TWO CHICKS,--
--YOU GRAB ALL THE FREE DATES YOU CAN!
NOW STEP ASIDE, WIMP! A MAN'S COMIN' THROUGH!

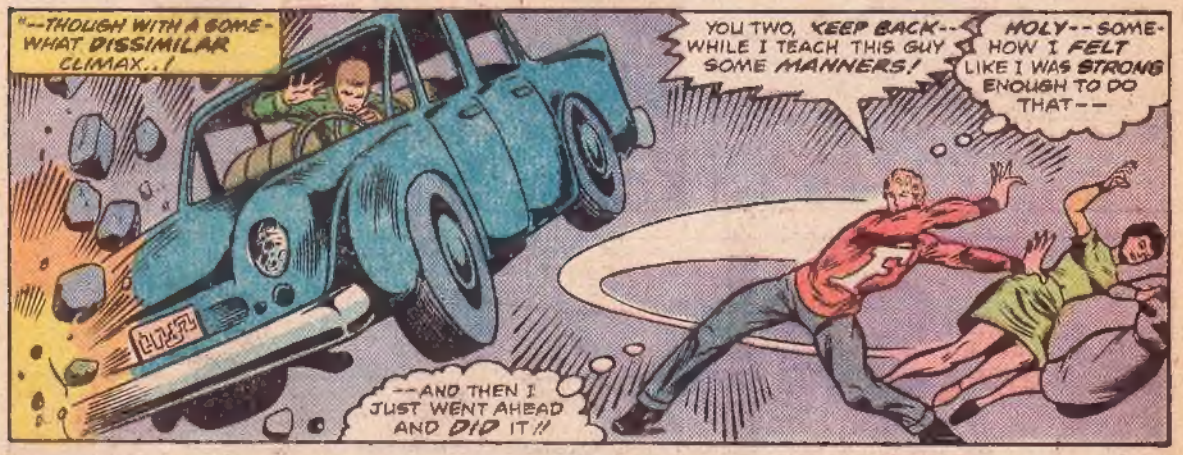

"WHAT HAPPENS NEXT IS AS IT WAS ON YOUR EARTH--
"--SAVE FOR THE INTERVENTION OF A BRASH HIGH SCHOOL ATHLETE--

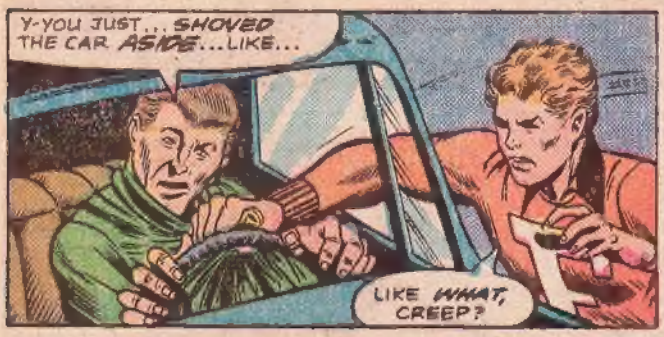

"--WHO NOW OCCUPIES THE SPACE WHICH OTHERWISE WOULD HAVE BEEN FILLED BY PETER PARKER...
FLASH, WHAT'S WRO--OH! A SPIDER!!
YIIIIKES!!
YOU'RE TELLING ME, DOLL?! THE LOUSY BUG JUST BIT ME!
OH, MAN! DOES IT HURT, DREAM-BOAT?

HUH?! YOU KID-DING... A LITTLE SPIDER BITE HURT THE SCHOOL'S NUMERO UNO JOCK?
CAN'T LET 'EM KNOW THAT I FEEL KIND OF WEIRD INSIDE... LIKE I'M READY TO DROP!
UH, LISTEN... LET'S SPLIT OUTSIDE, OKAY? THE AIR IN HERE'S KIND'A BAD!
WHATEVER YOU SAY, FLASH!


"NATURALLY, YOUNG PARKER ASSUMES THAT FLASH'S LAST REMARK WAS INTEN-DED FOR HIM, BUT, FOR ONCE, IT DOES NOT BOTHER HIM...
THIS SPIDER COULD HAVE ABSORBED SOME OF THE RADIATION FROM THAT DEMON-STRATION!
IF SO, MAYBE ITS CHEMISTRY HAS BEEN CHANGED IN SOME WAY!
THINK I'LL KEEP IT...STUDY IT AT HOME--
--AND MAYBE USE IT AS THE BASIS FOR MY TERM PAPER!







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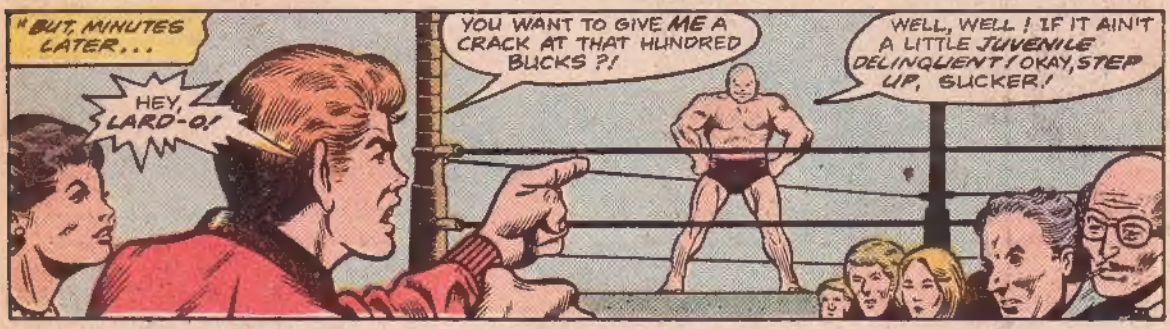
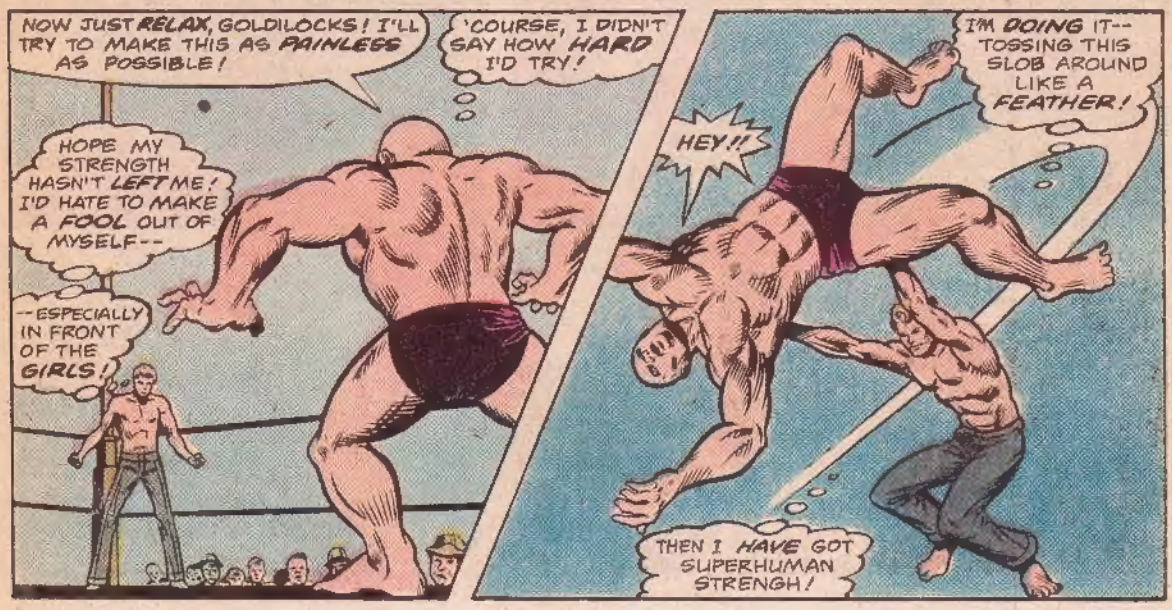
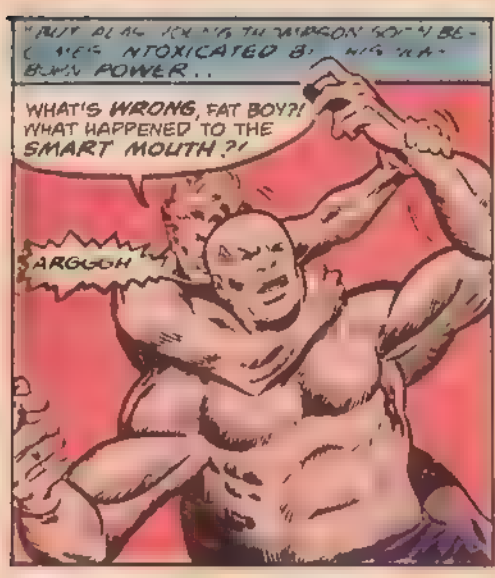
THAT'S A GOOD QUESTION, BEAUTIFUL... AND ONE I CAN'T REALLY ANSWER! MAYBE THAT SPIDER BITE HAD SOMETHING TO DO WITH IT... AND THAT RADIOACTIVITY!
MAYBE THAT BOOK-WORM PARKER CAN EXPLAIN IT TO ME SOME-TIME! BUT FOR NOW, MAY-BE ITS BEST TO PLAY DUMB!
AWWW, WHAT'S TO EXPLAIN? YOU KNOW WHAT THEY SAY ABOUT PEOPLE LIFTING CARS IN A MOMENT OF CRISIS!
THAT'S WHAT'S HAPPENED TO ME! THE OLD ADRENALIN GOT PUMPING...
AND LET'S FACE IT! FLASH THOMPSON WAS NEVER SHORT ON THE MUSCLES!

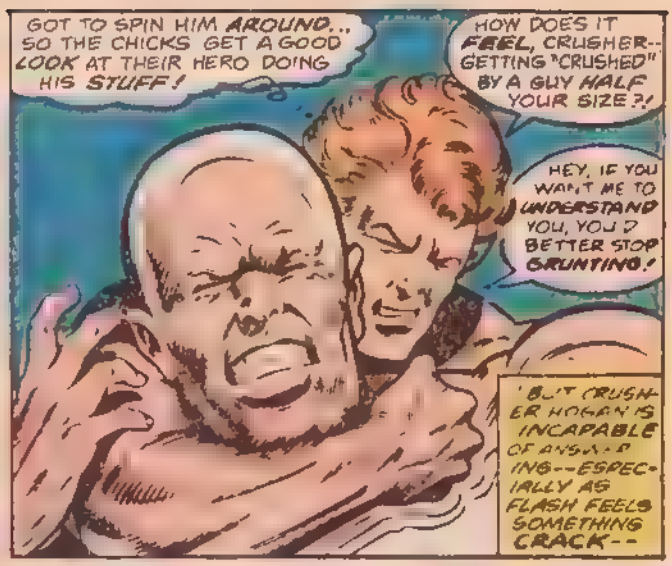
MAKES SENSE TO ME! I READ IN THE BUGLE ONCE WHERE THIS WOMAN... HEY, FLASH YOU'RE NOT LISTENING!
HUH?! OH, SORRY ABOUT THAT! I JUST SAW SOMETHING, THAT'S ALL--
--SOMETHING TO TEST THIS NEW STRENGTH OF MINE--

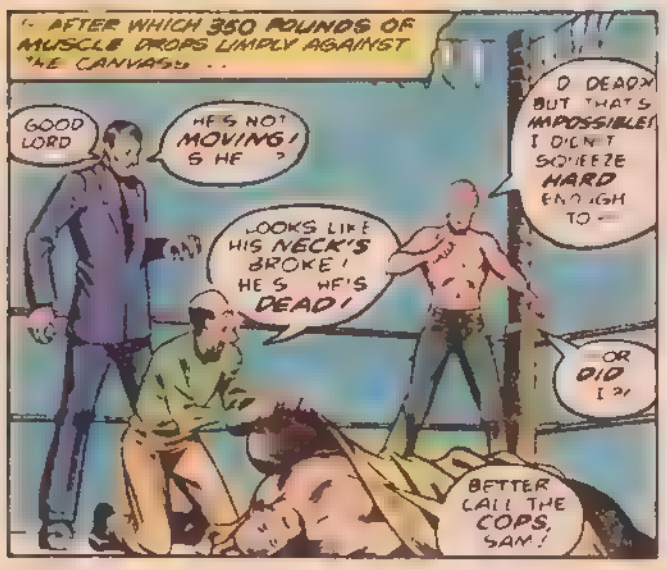
--AND MAYBE PICK UP SOME SPARE CHANGE AT THE SAME TIME!
SO THEY'RE OFFERING $100 TO ANYONE WHO CAN LAST THREE MIN MINUTES WITH THIS CRUSHER HOGAN!
C'MON, WE'RE GOING TO THE WRESTLING MATCHES! THEN AFTERWARDS, WE'RE GO-ING OUT--
--AND SPENDING THAT HUNDRED LIKE IT'S GOING OUT OF STYLE!

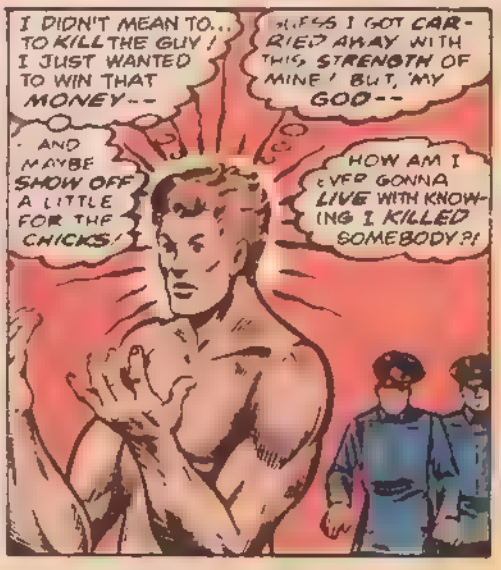

"BUT, MINUTES LATER...
HEY, LARD-O!
YOU WANT TO GIVE ME A CRACK AT THAT HUNDRED BUCKS?!
WELL, WELL! IF IT AIN'T A LITTLE JUVENILE DELINQUENT! OKAY, STEP UP, SUCKER!


NOW JUST RELAX, GOLDILOCKS! I'LL TRY TO MAKE THIS AS PAINLESS AS POSSIBLE!
'COURSE, I DIDN'T SAY HOW HARD I'D TRY!
HOPE MY STRENGTH HASN'T LEFT ME! I'D HATE TO MAKE A FOOL OUT OF MYSELF--
--ESPECIALLY IN FRONT OF THE GIRLS!
HEY!!
I'M DOING IT-- TOSSING THIS SLOB AROUND LIKE A FEATHER!
THEN I HAVE GOT SUPERHUMAN STRENGH!


WHAT'S WRONG, FAT BOY?! WHAT HAPPENED TO THE SMART MOUTH?!
ARGGGH

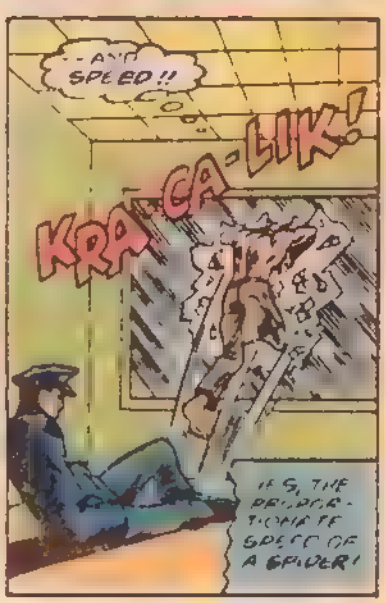

GOT TO SPIN HIM AROUND... SO THE CHICKS GET A GOOD LOOK AT THEIR HERO DOING HIS STUFF!
HOW DOES IT FEEL, CRUSHER-- GETTING "CRUSHED" BY A GUY HALF YOUR SIZE?!
HEY, IF YOU WANT ME TO UNDERSTAND YOU, YOU'D BETTER STOP GRUNTING!
BUT CRUSHER HOGAN IS INCAPABLE OF ANSWERING--ESPECIALLY AS FLASH FEELS SOMETHING CRACK--


AFTER WHICH 350 POUNDS OF MUSCLE DROPS LIMPLY AGAINST THE CANVASS...
GOOD LORD
HE'S NOT MOVING! IS HE?
LOOKS LIKE HIS NECK'S BROKE! HE'S HE'S DEAD!
DEAD? BUT THAT'S IMPOSSIBLE! I DIDN'T SQUEEZE HARD ENOUGH TO--
OR DID I?!
BETTER CALL THE COPS, SAM!


I DIDN'T MEAN TO... TO KILL THE GUY! I JUST WANTED TO WIN THAT MONEY--
GUESS I GOT CARRIED AWAY WITH THIS STRENGTH OF MINE! BUT, MY GOD--
AND MAYBE SHOW OFF A LITTLE FOR THE CHICKS!
HOW AM I EVER GONNA LIVE WITH KNOWING I KILLED SOMEBODY?!

ALL RIGHT, SON! YOU WANT TO COME WITH US PEACEFULLY? TELL HIM HIS RIGHTS, JOE!
YOU HAVE THE RIGHT TO REMAIN SILENT--
WHA--?!
YOU'RE ARRESTING ME?

NO WAY AS YOU'RE BUST ME! NOT AS LONG AS YOU CAN'T HOLD ME!
WHICH THEY CAN'T, THANKS TO MY NEW STRENGTH!
WOK!
BAF!
OOPF!


--AND SPEED!!
KRA-CA-LIK!
IS, THE PROPORTIONATE SPEED OF A SPIDER!

"WITHIN MOMENTS, THE TWO POLICE OFFICERS HAVE COLLECTED THEIR WITS, BUT...

HEY, WHERE'D HE GO?!

I DON'T KNOW! HE WAS MOVING PRETTY FAST-- BUT NOT SO FAST--

--THAT WE WOULDN'T SEE HIM RUNNING DOWN THERE!

"YET PERHAPS THEY WOULD SEE THEIR QUARRY, IF THEY LOOKED NOT TOWARD THE STREET--

--BUT UP!

SOMEHOW IT JUST FELT NATURAL TO LEAP-- WHICH I DID!

AND NOW I'M CLIMBING UP THIS WALL LIKE A HUMAN SPIDER!

THEN IT WAS THE SPIDER! AND IT MUST'VE GIVEN ME MORE THAN STRENGTH AND SPEED!

I CAN DO JUST ABOUT ANYTHING IT COULD DO!

TROUBLE IS, I'M ALSO A FUGITIVE... WANTED FOR MANSLAUGHTER!

WELL, IT'S NO SECRET I CAN'T GO BACK NOW! EVERYBODY IN THAT ROOM GOT A GOOD LOOK AT MY FACE--

--NOT TO MENTION THE GIRLS, WHO KNOW ALL ABOUT ME!

--AND THOSE COPS I SLUGGED!

LOOKS LIKE I'M REALLY IN A FINE MESS THIS TIME! BUT I MADE MY BED SO I GOTTA SLEEP IN IT!

IF ONLY I COULD DO SOMETHING WITH THESE WIERDO POWERS.. MAYBE SOMETHING TO MAKE UP FOR WHAT I DID TO THAT WRESTLER...

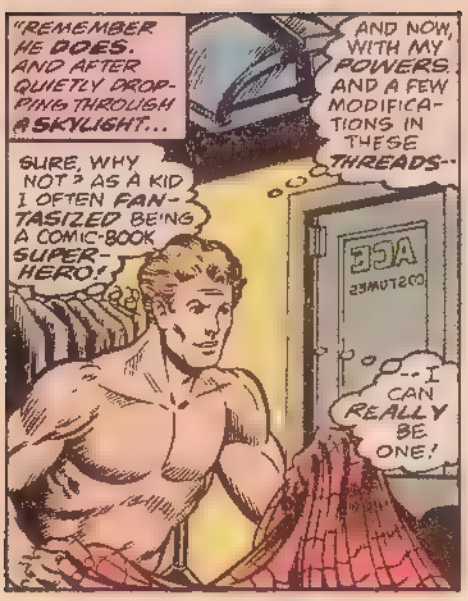
BUT WHAT?! EVERY COP IN NEW YORK'S GONNA BE OUT FOR MY HIDE!

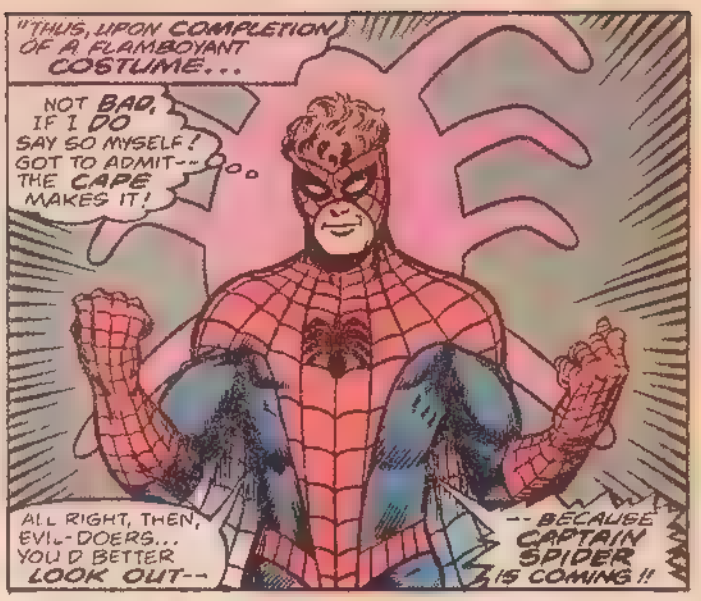
WAIT A SEC! I JUST GOT ME AN IDEA! AT SCHOOL, I WAS ALWAYS THE HERO TYPE, RIGHT?!

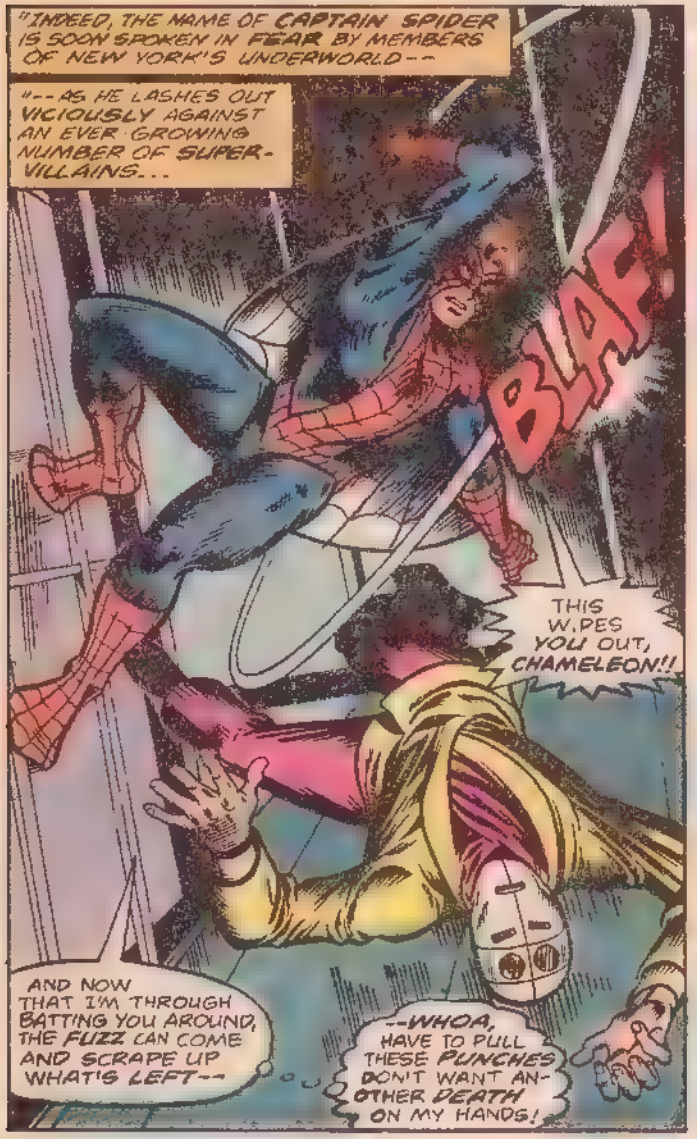
SWENS TOOTHPASTE!

SO MAYBE NOW I'VE GOT THE CHANCE TO BE A DIFFERENT KIND OF HERO-- THE KIND WHO DOESN'T HAVE TO SHOW HIS FACE!

BUT FIRST, LET'S SEE IF I STILL REMEMBER WHERE THAT COSTUME SHOP IS!







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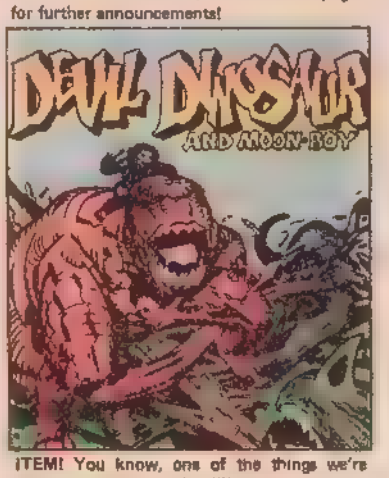
STAN LEE'S SOAPBOX

Hey, culture lovers, here's a Thanksgiving treat for you! I won't try to sell you a single thing anywhere in this column! Instead, I'll let you in on a sense-shattering secret! Ready? Here it is! Even the mighty moguls of Marvel can make a mistake! And the one we made a few issues back is a real cymbal-clanger! If you're the one holdout in all of comicdom who didn't notice it, this is for you. Last August, right here in the cosmos-spanning Soapbox, I asked you to try to guess what PIZZAZZ was. I figured we'd make a little game out of it and I'd clue you in next ish. But who knew— WHO KNEW— my over-eager little staff would be putting a big, full-page, full-color AD for PIZZAZZ right on the inside front cover of all those very same mags??!!! There I was tryin' to tease you, slyly asking you to guess about something that was fully and completely described on a previous page in the same magazine! Talk about having egg all over your face! This time I got the whole chicken! Oh well, maddeys expect from a guy who could never remember whether his own character was called Bruce Banner or Bob Banner! Hey, speaking of that, here's another nutty thing that could only happen in the wacky world of Marvel. As you know, Universal Studios just completed a live-action, 2-hour special tv movie of everybody's favorite jolly green giant. (In fact, THE INCREDIBLE HULK may be prime-timing it on the tube by the time you read these imperishable words)! Anyway, what do you think they called ol' Doc Banner? Bruce? Uh-uh! Bob? Forget it! They decided to name him Dave! What there is about our recalcitrant little rampager that makes it so tough for people to get his name right I'll never know! But there you have it, more living proof that— despite what you've always thought— even the minions of Marvel are sometimes less than perfect! But keep it to yourselves, huh? We'd hate the competish to find out that we're merely flesh and blood! Look, in case I'm sounding too humble, don't worry. One of these days, if we ever do something right, I'll tell you about that, too!

Excelsior!

Stan

ITEM! Hey, we've been promising and promising to give you the scoop on JACK "King" KIRBY's two new titles just as soon as the time was right. Well, we have first issues on both of them sitting with us right now, so the need for secrecy is certainly past. First off— and we'll bet most of you were already expecting this—there's MACHINE MAN. If the title's not quite familiar to you, it's because we felt a brand new feature ought to be launched with a brand new name, but Machine Man is most certainly *Mister Machine*, whose adventures in the now-defunct 2001 book drew more comment and acclaim than any other stories in that searing science-fiction series. With cyborg super-heroes still rampaging on TV and star-warring robots stealing scenes at motion picture theaters, Jack's mechanized man with the all-too-human feelings ought to be one of his biggest successes yet! For his second title, Jack proves that there's no time or topic he can't bring the distinctive Kirby touch to by taking you into the primitive conflicts of earth's prehistoric past for the adventures of DEVIL DINOSAUR. We're betting that if you dig our GODZILLA book (and from cards, letters, and sales reports we've got to conclude that more than a few of you do), this one just *has* to be your mixture of monstrous mayhem! Both of these bombshells should be bursting your way in about a month's time, so watch these pages for further announcements!



ITEM! You know, one of the things we're most often asked in the jillions of letters you people are good enough to send us is usually something like: "Hey! If Thor is trapped by the Cosmic Hairdresser's Rinse-and-Set machine in his own book, how is he able to fight side-by-side with the Vision, Iron Man, and the Scarlet Witch against the Giant Won-Tons of Fu Manchu in the latest AVENGERS?" Vexing as this type of dilemma is to all continuity buffs—and most of the Bullpen counts itself in the forefront of those ranks—there's a reasonably simple explanation, one put forward by STAN THE MAN himself in this very column several years back, which bears repeating every now and then for those of you who dropped in late to the Marvel Universe. Obviously, all of the adventures taking place in all of our various titles are not happening at the same time. What the mighty Thor is doing in his own book—to stick with our example—may be happening before or after what's going on in the AVENGERS. Also, *Marvel* time is not the same as real time. Showing four *hours* of the Thunder God's admittedly hectic life may take four issues and four *months* of regular time, so that adds to the continuity confusion and creates situations like, having Peter Parker sunning himself in the AMAZING SPIDER-MAN while having a snowball fight in the same month's TEAM-UP or SPECTACULAR SPIDER-MAN. What we try to do is to occasionally leave time gaps between the end of one adventure and the start of another, so that an imaginative and industrious Marvelite can figure: "Ah! The Hulk was in Hohokus, New Jersey when he polished off Orloff the Orthodontist last issue, but this month's mag opens with him kicking sand in a bully's face on Pismo Beach! Getting there probably took him several days. That could explain why he had time to help Nighthawk and Hellcat in the been-eating contest several issues ago in the DEFENDERS!" We think it's one of really fun fringe benefits of being a Marvel fan, and judging from some of the well-worked-out theses that a lot of you keep sending our way, you're in agreement. Try it sometime. . . We may not always agree on the exact *course* of Marvel history, but trying to *plot* may be the greatest parlor game since Twenty Questions.

ITEM! We know most of you are probably starting to think about Thanksgiving turkey, but as this is being written there's still a smidgen of Summer left, so we'll bow to the browbeating of the Bullpen Softball Team and inform you that despite a slow start, the titanic tan are finishing the season strong with victories over Doubleday Books and rival comics group, Warren Publishing. No small part of these victories have come from such stellar performers as Vivacious VILMA FALCON, who in addition to working in our Subscription Department manages to pitch, hit, and field like a pro, and to Devastating DAVIDA LICHTER-DALE and Ramblin' RICK PARKER of art production, who usually carry the beer.

ITEM! Let's close out with a swift parade of plugola and call your attention to such goodies now available as our $1.00, 80-page, Giant MAN FROM ATLANTIS comic. This is a special to kick off the series we'll be doing about TV's undersea superstar and offers *two* bonus-length comics stories plus articles, pin-ups and photos of Mark Harris and Company. When we say this is a big one, we're really being literal! Also, the second in our full-color paperback collectors' editions is out. First was SPIDER-MAN. This time around it's the FANTASTIC FOUR. Another paperback in the Marvel manner is our illustrated version of STAR WARS. If you missed the Treasury Edition or regular monthly mags, here's your chance to make it up; if you've become a Star Wars completist, here's one more item you can't live without. And last, for younger readers and TV cartoon aficionados, this month sees the appearance of the all-new, all original FLINTSTONE'S CHRISTMAS PARTY featuring your favorite Hanna-Barbera characters in a gift-size Treasury book! Look for 'em all, . . . and for us in this same spot next time.

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LET'S GIT 'EM ALL, KIN. CAPTURE 'EM OR...

...OR OUR NAME'S NOT DING-A-LING!

WE KNOW NOT WHAT PROVOKETH THEE, STRANGE FAMILY... BUT IF THOU DOST COME AMONGST US WITH UNPLEASANTNESS IN THY HEARTS...

WITH UNPLEASANTNESS THOU SHALT BE MET...

...AND THEN SOME

BY CRACKY, THAT PURTY YELLA-HAIRED FELLA'S THE LEADER. LET'S HORNSWOGGLE HIM AND THE REST'LL BE A PIECE OF CAKE.

OK PA MA AUNTIE, SISTER, BROTHER COUSINS BEE AND BYE AND GRANDMA--ALL YOU DING-A-LINGS--HOLD HIM STILL, SO AH KEN GIT A BEAD ON IM WITH MY ATOMIC SHOTGUN.

THY FAMILIAL BONDS ARE INDEED STRONG. PITY 'TIS MISSPENT ON EVIL. BUT 'TIS NAUGHT BEFORE THE FIERCE POWER OF THE MYSTIC MALLET MJOLNIR...

BUT WHAT'S THIS?.. THE COUSINS THEY CALLETH BEE AND BYE RESISTETH THE HAMMER...?

HEE HEE HAW COUSIN BYE.. AH THINK WE GOT 'IM...

SHO NUFF, COUSIN BEE... IT'S OUR COUSIN-POWER SECRET WEAPON... NOTHING CAN RESIST 'T EXCEPT WHEN OUR HANDS WANDER A BIT... AND WE LOSE THE CONCENTRATION.. AND WE GOOF IT UP OURSELVES.

...AVE THEN 'TIS BUT CHILD'S PLAY TO USE THIS PLOY AND DISTRACT THE COUSINS BEE AND BYE... AND BYE AND BYE 'TWILL BE THEIR UNDOING.

ER.. UH.. AH.. MM M... HMM... LOOKA THAT... COUSIN BYE.

..ER..COUSIN BEE WHAT WERE WE SAYING...? OH, LOOKA THAT... DELICIOUS HOSTESS FRUIT PIES... APPLE... AND...

CHERRY, GREAT, LIGHT TENDER CRUST... REAL FRUIT FILLING, COUSIN BYE.. I CAN'T RECOLLECT WHAT WE WERE TALKING ABOUT BUT IT COULDN'T BE HALF AS INTERESTIN' AS THESE MOUTHWATERIN' HOSTESS FRUIT PIES.

YOU FOOLS! WE ALMOST HAD THE YELLA-HAIRED ONE IN OUR POWER! DUMB COUSINS!

FORSOOTH M'LADY... NOT SO DUMB. THEY KNOWETH OF YON DELICIOUS SNACK...

NOW HOME TO ODIN BE SURE TO SAVE SOME HOSTESS FRUIT PIES FOR THAT GREAT ONE TO ENJOY, TOO!

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"BUT THAT WHICH WE CALL 'FATE' CAN OFTEN INTERCEDE AS UPON THIS NIGHT, SO EARLY IN THE SUPERHERO'S CAREER..

A ROBBERY! DIDN'T THINK MY SPIDER-SENSE WAS BUZZING FOR NOTHING!

AND DON'T DROP THAT BLASTED BIRD STATUE!

DON'T WORRY! EVERY NICK BRINGS DOWN ITS VALUE!

"YET BEFORE THE THIEVES CAN MAKE THEIR ESCAPE...

CAPTAIN SPIDER-- UGHNNN...

YOU KNOW MY NAME-- NOW MEET MY FISTS!!

KLUD!

POW!

ALWAYS WANTED TO USE A LINE LIKE THAT!

"AT FIRST, THE CAPTAIN 'S TOO CONCERNED WITH BEATING HIS FOES TO NOTICE--

SPLAK!

"-- THE DISTANT [illegible] THRASHING FURIOUSLY IN THE LATE NIGHT'S BREEZE.

"BESIDES, THERE IS NOTHING UNUSUAL ABOUT BIRDS IN NEW YORK'S SKY..

OKAY, NOW THAT YOU'RE FINALLY COMING TO, YOU WANT TO TALK?

ARE YOU WORKING ALONE ON THIS CAPER? OR DO YOU HAVE SOME KIND OF A BOSS?

I'D ASSUME BY THEIR CLUMSINESS IN COMMITTING THIS CRIME, THAT THEY'RE WORKING ON THEIR OWN!

WHUUUUU..

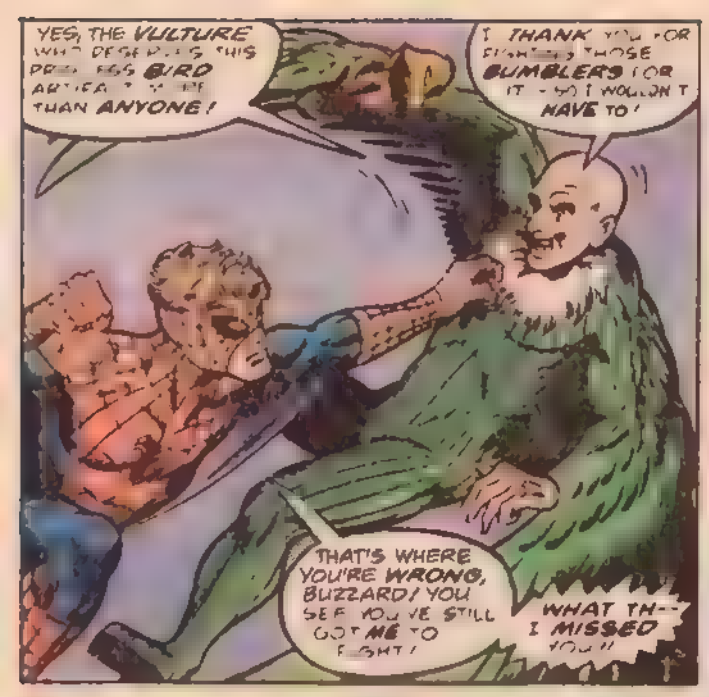
SOMEBODY JUMPING FROM ABOVE! IF NOT FOR MY SUPER-STRENGTH--

--YOU'D BE DEAD, CAPTAIN SPIDER!

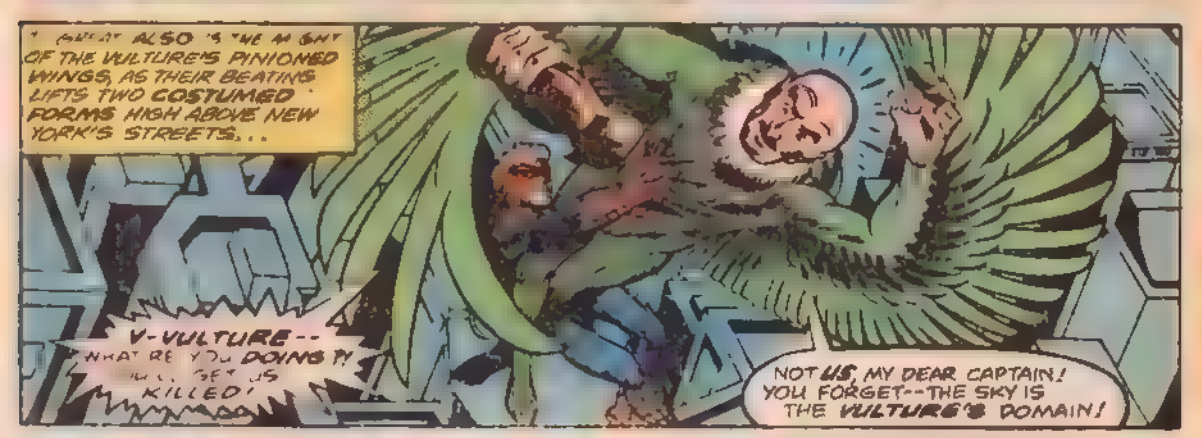
AND TO CORRECT YOU, I DIDN'T JUMP. I FLEW!

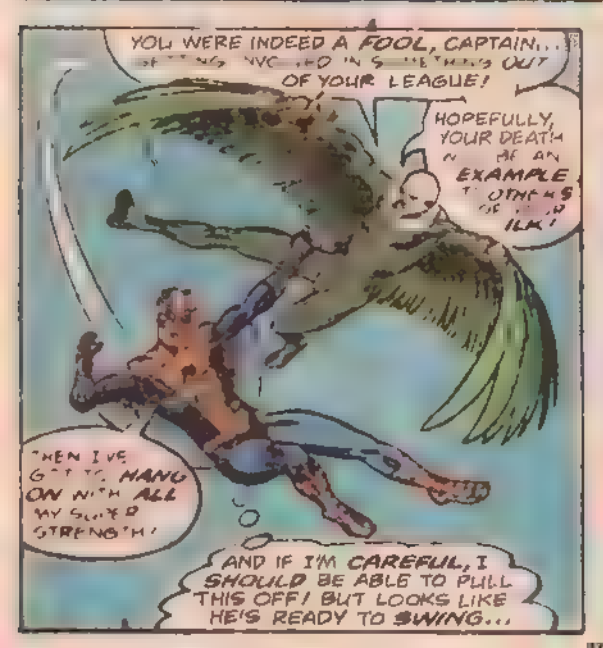
HUH?! NO, I DON'T BELIEVE IT-- A GUY FLYING WITH WINGS!

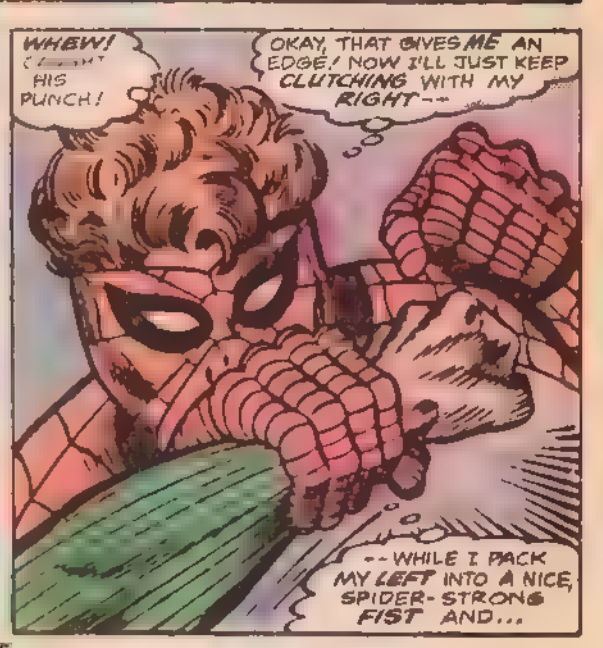
HEY, I THINK I READ ABOUT YOU IN THE PAPER! YOU'RE THAT VULTURE CREEP!


YES, THE VULTURE WHO DESERVES THIS PRESTIGIOUS BIRD ARTICLE MORE THAN ANYONE!
I THANK YOU FOR FIGHTING THOSE BUMBLERS FOR IT - SO I WOULDN'T HAVE TO!
THAT'S WHERE YOU'RE WRONG, BUZZARD! YOU SEE YOU'VE STILL GOT ME TO FIGHT!
WHAT TH-- I MISSED YOU!!

NATURALLY! FOR, I MOVED IN A DIRECTION YOU DID NOT EXPECT-- TOWARD THE SKY!
NOW I'LL BE ON MY WAY A-- WHAT?!
YOU'RE GOING NO PLACE, VULTURE -- AS LONG AS I CAN GROUND YOU
--HOLD YOU DOWN HERE WITH MY SUPER SPIDER-STRENGTH! NOW, ABOUT THAT KICK IN THE NECK...
BUT, THOUGH GREAT IS THE MORAL STRENGTH OF CAPTAIN SPIDER--


AND ALSO IS THE MIGHT OF THE VULTURE'S PINIONED WINGS, AS THEIR BEATING LIFTS TWO COSTUMED FORMS HIGH ABOVE NEW YORK'S STREETS...
V-VULTURE-- WHAT RE YOU DOING?! YOU'LL GET US KILLED!
NOT US, MY DEAR CAPTAIN! YOU FORGET--THE SKY IS THE VULTURE'S DOMAIN!


YOU WERE INDEED A FOOL, CAPTAIN... GETTING INVOLVED IN SOMETHING OUT OF YOUR LEAGUE!
HOPEFULLY, YOUR DEATH WILL BE AN EXAMPLE TO OTHERS OF YOUR ILK!
THEN I'VE GOT TO HANG ON WITH ALL MY SUPER STRENGTH!
AND IF I'M CAREFUL, I SHOULD BE ABLE TO PULL THIS OFF! BUT LOOKS LIKE HE'S READY TO SWING...


WHEW! CAUGHT HIS PUNCH!
OKAY, THAT GIVES ME AN EDGE! NOW I'LL JUST KEEP CLUTCHING WITH MY RIGHT--
--WHILE I PACK MY LEFT INTO A NICE, SPIDER-STRONG FIST AND...

"BUT, BEFORE CAPTAIN SPIDER CAN SWING THAT SPIDER-STRONG FIST, THE VULTURE MOVES--

PLOK!

YOU DIDN'T THINK A MAN OF MY AGE COULD HIT SO HARD-- EH, YOU GRAND-STANDING IDIOT?!

BUT THEN, I POSSESS A WEAPON-- ONE OF HARD, COLD STONE!

IRONIC, ISN'T IT, CAPTAIN-- THAT THE VERY ARTIFACT YOU TRIED TO SAVE--

UGHNNN

--WILL BE THE INSTRUMENT OF YOUR DEATH!!

THWAK!

FOR SEVERAL [illegible] SPIDER IS UNAWARE OF HIS PLIGHT

THEN [illegible] OPEN--

"--TO STARE IN HORROR AS HE REALIZES HIS INEVITABLE FATE..

STRENGTH [illegible] HIM FROM THE DOOM NOW [illegible] ING UPON HIM FROM [illegible]

"WOULD THAT THIS HERO HAD DEVISED A SPIDER'S WEB TO CATCH TENACIOUSLY TO A BUILDING WALL--"

"AS OLD ANOTHER MASKED AVENGER IN ANOTHER [illegible] WHO ON THIS NIGHT [illegible] PETER PARKER.

OH, LORD-- HE'LL BE KILLED!

[illegible] WAS WATCHING [illegible] AN SPIDER TONIGHT [illegible]

[illegible] MIGHT BE A CHANCE TO SAVE HIM!

"BUT [illegible] ALL HOPE TO SAVE THE LIFE OF THE HERO HE WORSHIPS [illegible] PETER APPROACHES THE [illegible]

HE'S...HE'S NOT M-MOVING! OH, GOD, DON'T LET HIM BE--

HAVE TO TEAR OFF HIS MASK... MAKE SURE THAT HE GETS EVERY MOLECULE OF AIR HE CAN, AND -

WHAT?! NO--IT'S FLASH THOMPSON! BUT-

'BUT AT THIS MOMENT PETER PARKER IS NOT CONCERNED WITH HAVING LEARNED HIS IDOL'S IDENTITY.

"ALL THAT MATTERS IS THAT THE BROKEN BODY DOES NOT MOVE.

SO YOU HAD TO PLAY THE BIG HERO... THE IDOL OF MILLIONS RIGHT TO THE END! DIDN'T YOU, FLASH?!

BUT THIS TIME YOU WERE REALLY IN THE BIG LEAGUES.

..WHERE IT TAKES A LOT MORE THAN BEING A JOCK WITH SUPERHUMAN POWERS!

"IN THE PAST, YOUNG PARKER HAD BEEN A SOURCE OF DERISION BY FLASH THOMPSON...

'BUT PETER SEEMS TO HAVE FORGOTTEN ALL THAT--

"--AS HE GENTLY LAYS TO REST THE HERO HE HAD SO STRONGLY ADMIRED--

"--AND AS HE STARES DOWN AT AN HEROIC COSTUME IN THE SIFTING LIGHTS OF DAWN,

THUS HAS IT ENDED IN THIS EXISTENCE... WHEREIN THE INTERVENTION OF ONE PERSON--

--HAS DEPRIVED A WORLD OF A GREAT HERO... AND RESULTED ONLY IN GRIM TRAGEDY!

BUT, AT LEAST FOR THE PRESENT, LET US ABANDON THIS PLAIN OF REALITY--

--AND TRAVERSE THE DIMENSIONAL BRIDGES TO YET ANOTHER IN THE LIMITLESS NUMBERS OF PARALLEL EARTHS!

AND, AS BEFORE, LET US WATCH AS A FAMILIAR SCENE IS ABOUT TO TAKE PLACE... FAMILIAR, YET WITH A SLIGHT DIFFERENCE!

...OF HOW WE CAN CONTROL RADIOACTIVE RAYS HERE IN THE LABORATORY!

"FOR, ON THIS WORLD, AMONG THE SPECTATORS, ARE ONE J. JONAH JAMESON, PUBLISHER OF THE "DAILY BUGLE"... AND HIS SECRETARY BETTY BRANT...

HOPE YOU'RE TAKING ALL THIS DOWN, MISS BRANT BECAUSE THAT EGGHEAD'S A CLOSE, PERSONAL FRIEND OF MINE--

--AND I PROMISED HIM A NICE SPREAD IN SUNDAY'S MAGAZINE SECTION!

I'M TAKING IT ALL DOWN IN SHORTHAND, MR JAMESON!

YEAH? WELL, WRITE FASTER!

AND WHILE YOU'RE WRITING, LET'S MOVE UP FOR A CLOSER LOOK! HOW DO YOU EXPECT TO SEE ANYTHING WITH ALL THESE TOURISTS IN THE WAY?!

(OOOF!) UH, YES... EXCUSE ME, SIR!

"BUT PETER LOOKS NOT AT JAMESON, BUT RATHER THE YOUNG WOMAN HE IS PULLING ALONG...

ONE SIDE, SONNY! THE PRESS IS COMING THROUGH!

"THEIR EYE-CONTACT IS SUFFICIENT TO PRODUCE A SMILE ON BOTH THEIR FACES--

"-- AND TO PROMPT PETER PARKER TO EDGE HIS WAY BEHIND BETTY BRANT AS...

OOOH!! A... A SPIDER!!

ARE YOU ALL RIGHT, MISS?

MISS?!

OOOOOOOO.

OH, NO! SHE'S STARTING TO FAINT!

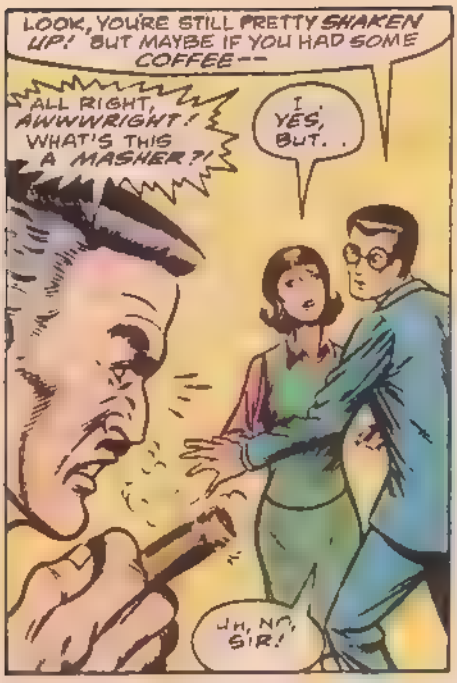
I'D BETTER CATCH HER BEFORE SHE FALLS!

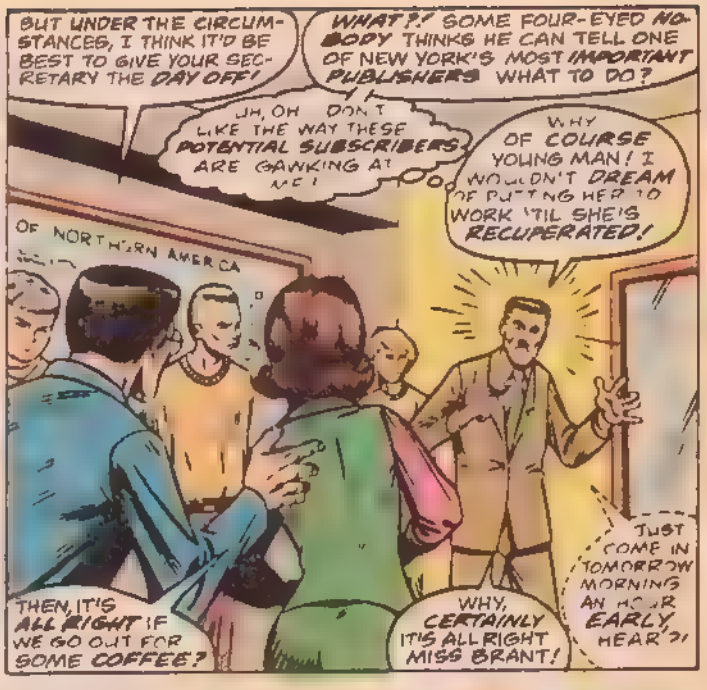
"THEN, AS BETTY REVIVES...

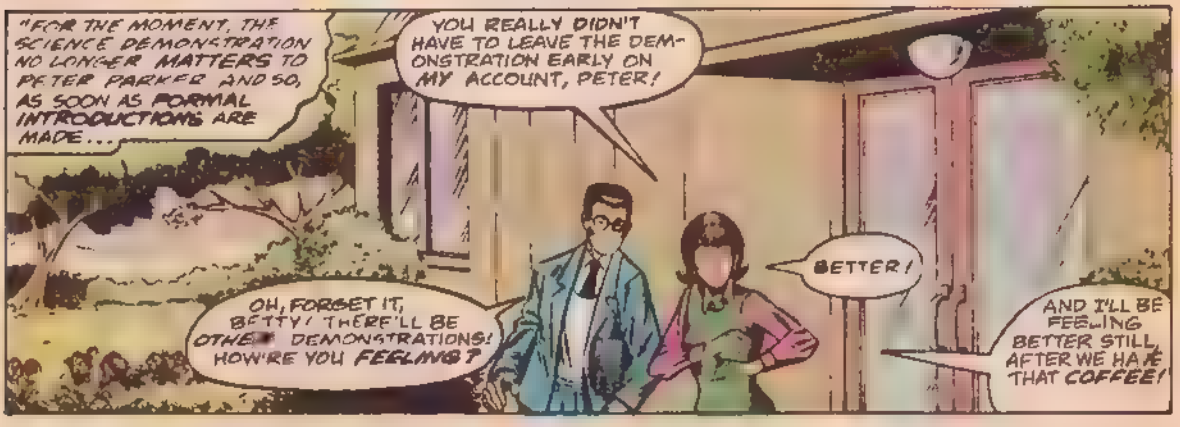
IT WAS JUST A SPIDER BITE, MISS! YOU OKAY?

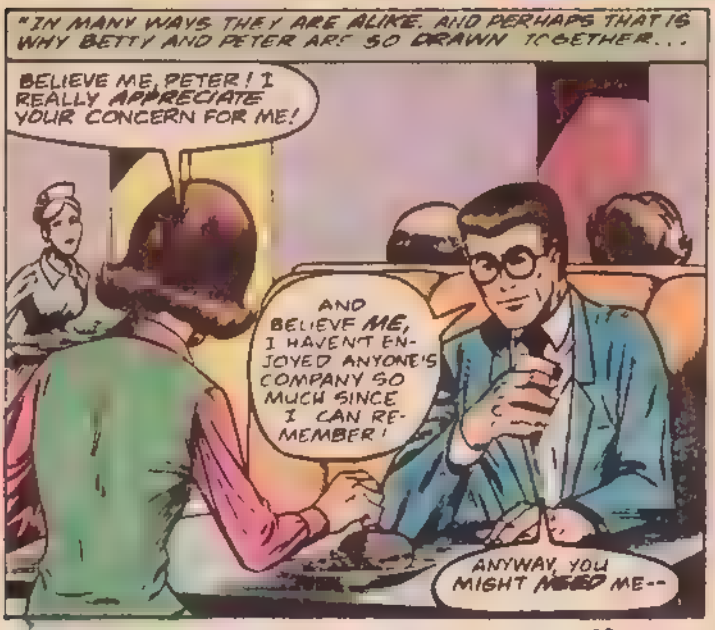
I... I THINK SO! BUT I'VE ALWAYS BEEN QUEASY AROUND SPIDERS!

GUESS I MADE A SPECTACLE OF MYSELF!









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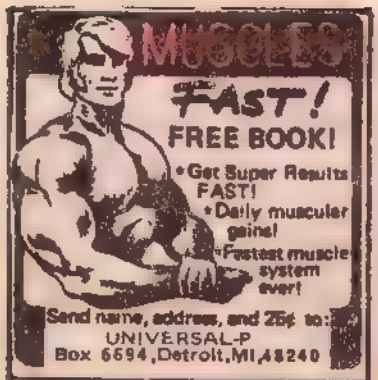

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OKAY, THEN LET'S FORGET ABOUT SPIDERS AND TALK ABOUT SOMETHING MORE *PLEASANT*... LIKE THAT *PUBLISHER* YOU WORK FOR!

MR. JAMESON?! MORE PLEASANT?! HE'S A *SLAVE DRIVER* THAT'S WHAT HE IS! AND A *BRASH, FEELINGLESS, LOUDMOUTHED, BOOR-ISH*--

YOU KNOW, BETTY-- SOMETHING TELLS ME YOU DON'T PARTICULARLY *LIKE* YOUR EVER-LOVIN'

DON'T *LIKE* HIM?!

WHY, IF I DIDN'T NEED THE *MONEY* SO BAD, I'D--

OH GOSH

WOW! HE'S BROKEN THE TAB IN *HALF*!!

KE-RAK!

MAN, DID'JA SEE *THAT*? THE CHICK MUST'VE BEEN ONE OF THEM *KARATE* EXPERTS!

UH, YEAH! THAT'S IT! SHE'S A *KARATE* EXPERT! YOU CAN READ ALL ABOUT HER IN THE "*BUGLE*".

P-PETER.. I DO THAT. *DIDN'T* I?! B-BUT *NOW* ON EARTH DID--

WE'LL DISCUSS IT *LATER* OKAY? LET'S *GO OUTSIDE*?!

HEY, WHERE YOU THINK *YOU'RE* GOING, EH?! THESE TABLES--THEY COST A LOT OF MONEY!

OH OH! BETTER THINK FAST, PETER! HAVE TO GET BETTY *OUT* OF HERE BEFORE ANYONE STARTS ASKING *QUESTIONS*!

LISTEN, FRIEND! THE LADY HERE IS PART OF A *BIG PUBLICITY* CAMPAIGN BEING CONDUCTED BY THE "*DAILY BUGLE*."

BIG *PUBLICITY*? WITH *PICTURES* AND *NAMES* IN THE PAPER?

YOU *BOT* IT! SEND THIS BOY TO J JONAH *JAMESON*!

I DON'T THINK YOU SHOULD HAVE *SAID* THAT, PETER! ONCE MR JAMESON FINDS OUT, HE'LL *FIRE* ME!

WHO *CARES*, BETTY? LISTEN, I'VE GOT AN *IDEA*!

IF I'M ABOUT TO LOSE MY *SECURITY* IT'D BETTER BE A *GOOD* ONE! B-B-I'M *LISTENING*!

SOMETHING HAD TO GIVE YOU THAT INCRED-IBLE *STRENGTH*!

AND IF WE COULD GO TO SOME PLACE *PRIVATE*, WE COULD TEST A *THEORY* OF MINE...

"SOON, THOUGH BETTY IS AT FIRST RELUCTANT TO BRING THIS VIRTUAL STRANGER TO HER APARTMENT, SHE REALIZES HE IS QUITE SERIOUS IN HIS INTENTIONS--
"--AS HE PUTS HER THROUGH A SERIES OF UNUSUALLY BUT SUCCESSFUL TESTS...
HOW'S THIS, PETER? LOOK--I'M DOING IT WITH ONE HAND!
THAT'S TERRIFIC, BETTY! NOW WE KNOW THAT YOUR STUNT IN THE RESTAURANT WASN'T DUE TO A WEAK TABLE!
GREAT! CAN I PUT IT DOWN, NOW?
NOT ONLY HAS YOUR STRENGTH BEEN INCREASED... BUT YOU CAN WALK UP WALLS AND TAKE TREMENDOUS LEAPS--
ABILITIES NATURAL TO A SPIDER!
SURE! THAT'S GOT TO BE THE ANSWER!!
THAT SPIDER THAT BIT YOU MUST HAVE GOTTEN A DOSE OF THOSE RADIOACTIVE RAYS! AND BY SOME SHEER MIRACLE OF SCIENCE--
--YOU'VE INHERITED ITS POWERS!!

I SAVED THAT SPIDER! DON'T ASK ME WHY, BUT I PICKED IT UP WHILE JJJ WAS FUMING! MAYBE AFTER I'VE STUDIED IT WE'LL KNOW SOME MORE!

BUT NOW IT'S YOU WE SHOULD TALK ABOUT!

ME? LIKE WHAT'S TO BECOME OF ME, NOW THAT I'M A .. A FREAK?

NOT A FREAK BUT A PERSON WITH GREAT POWER... AND RESPONSIBILITY!

THINK WHAT IT WOULD BE LIKE TO USE THOSE POWERS. MAYBE TO HELP PEOPLE LIKE US... PEOPLE WHO NEED A KIND OF CHAMPION!

PETER?! YOU WANT ME TO BECOME A... SUPERHEROINE? OH, NO, I COULDN'T!

YOU COULD BECOME ONE OF THOSE LONG-UNDERWEAR CHARACTERS WE USED TO READ ABOUT IN COMIC-BOOKS, REMEMBER?

WHAT IF I EVER HURT SOMEONE -- EVEN A CRIMINAL -- WITH MY SUPER-STRENGTH?

YOU WOULDN'T HAVE TO HURT ANYBODY, BETTY! YOU'VE GOT OTHER SPIDER POWERS BESIDES THAT STRENGTH OF YOURS!

AND I'VE GOT MY OWN LABORATORY AT HOME WHERE I COULD WHIP UP SOME HANDY-DANDY SPIDER-GIMMICKS YOU COULD USE INSTEAD OF YOUR STRENGTH!

OH, PETER -- IT SOUNDS LIKE A FANTASY!

I KNOW! BUT IT COULD WORK! AND WHILE YOU'RE USING YOUR SPIDER-POWERS FOR "GOOD"--

--I COULD MAKE US A SMALL FORTUNE ON THE SIDE, TAKING EXCLUSIVE PHOTOS--

--OF THE AMAZING SPIDER-LADY!!

"SOON, AT HOME WHERE PETER LIVES WITH HIS UNCLE BEN AND AUNT MAY...

FANTASTIC! THIS FLUID BECOMES A WEB STRONG ENOUGH TO HOLD BACK AN ELEPHANT!

BETTY CAN FASTEN ONE TO EACH ARM -- AND OPERATE IT BY THE SLIGHTEST PRESSURE OF ANY FINGER!

"AND, WHILE PETER TOILS OVER THE MECHANICS OF BETTY BRANT'S NEW IDENTITY...

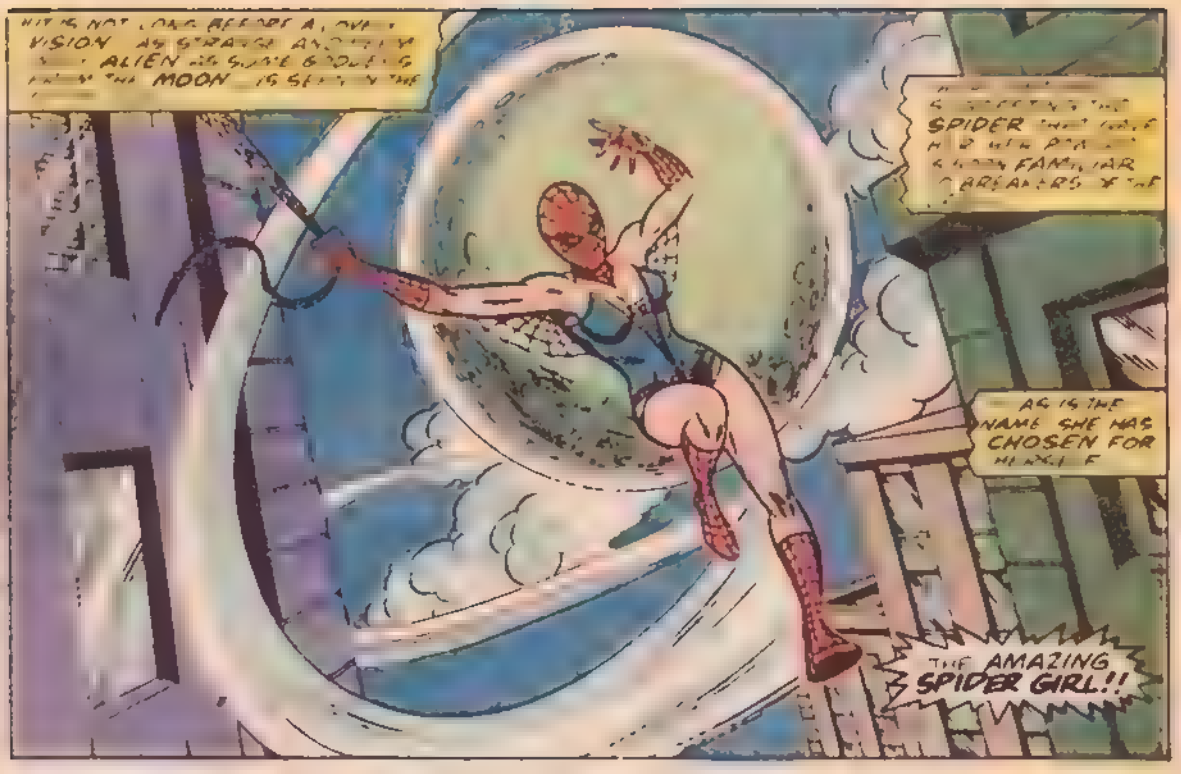
IMAGINE, PETER COMING UP WITH A NAME LIKE SPIDER-LADY!

YOU'D THINK I WAS MIDDLE-AGED OR SOMETHING! NO, I THINK IT'LL BE SOMETHING A LITTLE MORE YOUNGER SOUNDING!

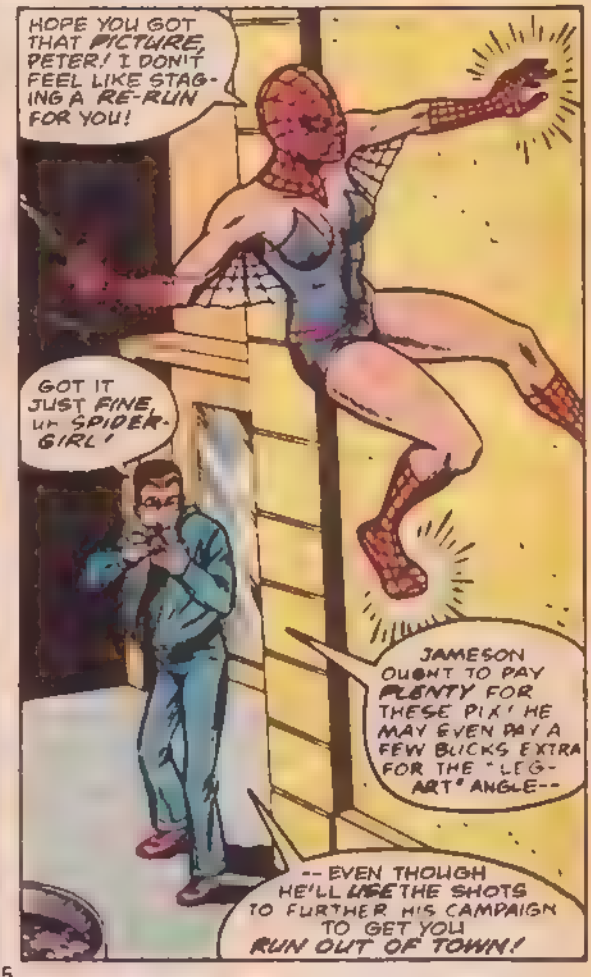
AND MAYBE THIS COSTUME WILL GIVE ME THE CHANCE TO "LET LOOSE" A BIT --

--SOMETHING THE ALWAYS PRIM 'N' PROPER MISS BRANT NEVER HAD THE COURAGE TO DO!

SURE, WHY NOT?! IF I BLUSH, NO ONE WILL NOTICE UNDER MY MASK!


IT IS NOT LONG BEFORE A LONE VISION AS STRANGE AND FAR ALIEN AS SOME GODLESS FOREIGN MOON IS SEEN IN THE
SPIDER
FAMILIAR
AG IS THE NAME SHE HAS CHOSEN FOR HERSELF
THE AMAZING SPIDER GIRL!!

"HER STYLE IS MOST DEFINITELY HER OWN...
BAH! WHO'S GOTTA WORRY ABOUT YOU?! I FEAR SPIDER GIRL'S TOO CHICKEN TO USE HER SUPER-STRENGTH!
THWIP!
SO WHO NEEDS TO, TOUGH GUY--?
--ESPECIALLY WHEN PETER MADE ME ENOUGH SPIDER-GADGETS SO I'LL NEVER HAVE TO USE MY STRENGTH ALONE TO STOP A CRIMINAL!
CLIKC


HOPE YOU GOT THAT PICTURE, PETER! I DON'T FEEL LIKE STAGING A RE-RUN FOR YOU!
GOT IT JUST FINE, UH SPIDER-GIRL!
JAMESON OUGHT TO PAY PLENTY FOR THESE PIX! HE MAY EVEN PAY A FEW BUCKS EXTRA FOR THE "LEG-ART" ANGLE--
--EVEN THOUGH HE'LL USE THE SHOTS TO FURTHER HIS CAMPAIGN TO GET YOU RUN OUT OF TOWN!

"INDEED, AS UPON YOUR EARTH, THIS WORLD'S J. JONAH JAMESON HAS TAKEN WHAT HE CONSIDERS TO BE A PROBLEM UPON HIS SHOULDERS...

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THE PICTURE NEWSPAPER

"-- WITH NEARLY EVERY ISSUE OF THE NEWSPAPER HE PUBLISHES BLARING VIRTUALLY THE SAME HEADLINE...

WHO IS THE MENACING SPIDER-GIRL?

I DON'T GIVE A PICA IF THE PUBLIC THINKS SHE'S CUTE!!

EDITORIAL AGAINST THE VIGILANTE, J JONAH JAMESON

I'D BET LUCRETIA BORGIA WAS CUTE, TOO -- AND TOKYO ROSE, LADY MACBETH AND DRACULA'S DAUGHTER! BUT THEY'RE ALL MENACES!

-- AND THIS SPIDER-GIRL IS THE BIGGEST MENACE OF ALL... TAKING THE LAW INTO HER OWN HANDS AND SWINGING AROUND IN THAT INDECENT OUTFIT!

UH, SORRY! MR JAMESON IS IN CONFERENCE!

I'LL TELL HIM YOU CALLED, MR MAYOR!

OL' JJJ'S CERTAINLY IN TOP FORM TODAY, EH, BETTY? IF HE'S LIKE THIS NOW, I'D HATE TO BE AROUND IF HE FOUND OUT WHO SPIDER-GIRL REALLY IS!

JUST BE GRATEFUL HE NEVER CALMS DOWN LONG ENOUGH TO FIGURE OUT HOW YOU GET SO MANY EXCLUSIVE PHOTOS OF OUR MYSTERIOUS HEROINE --

--OR HOW HIS SECRETARY BRINGS IN SO MANY FACTS ABOUT HER FOR THE REPORTERS TO WRITE UP!

AWWRIGHT, ALREADY! THIS IS A NEWSPAPER OFFICE -- NOT A SOCIAL CLUB!

SORRY, MR JAMESON! BUT SHE HASN'T BEEN SEEN IN ACTION IN THE PAST COUPLE DAYS!

HOPE YOU AND MISS BRANT BROUGHT ME SOME DIRT I CAN PRINT ABOUT THAT SPIDER-GIRL HUSSY!

UNLESS HE'D CALL GOING OUT WITH PETER "ACTION"!

THEN GO OUT AND FIND HER -- BEFORE I REMEMBER THAT BROKEN TABLE!

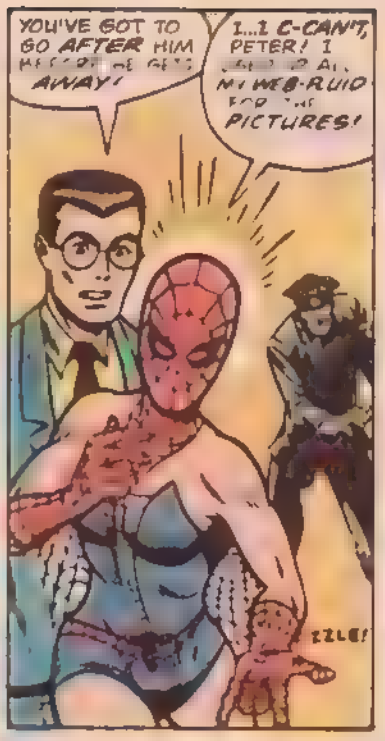
"FOR THEM, FINDING SPIDER-GIRL IS A SIMPLE MATTER..

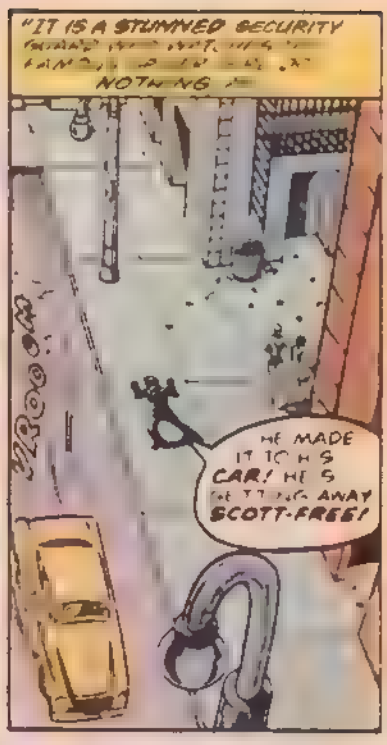
GOT IT, HONEY!

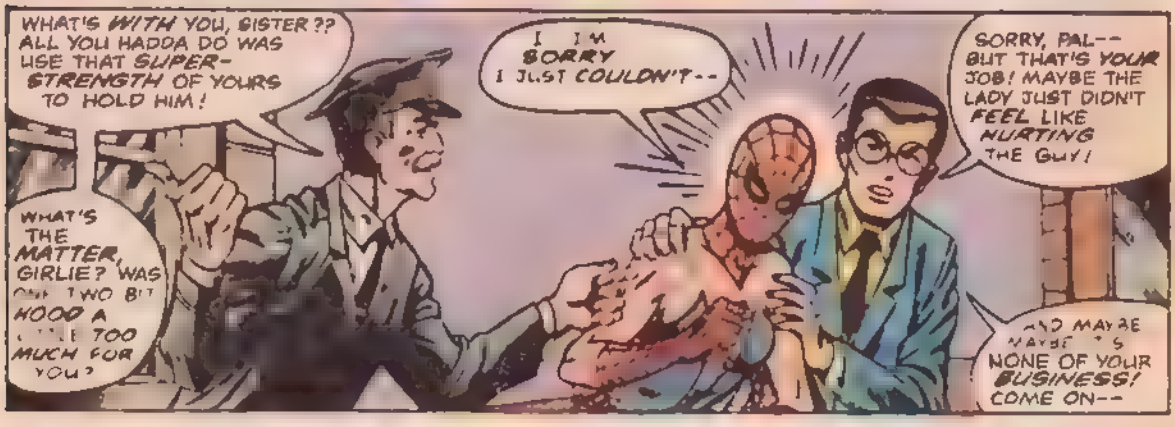
NOW LET'S GET A FEW OF YOU LIFTING THOSE HEAVY CRATES--

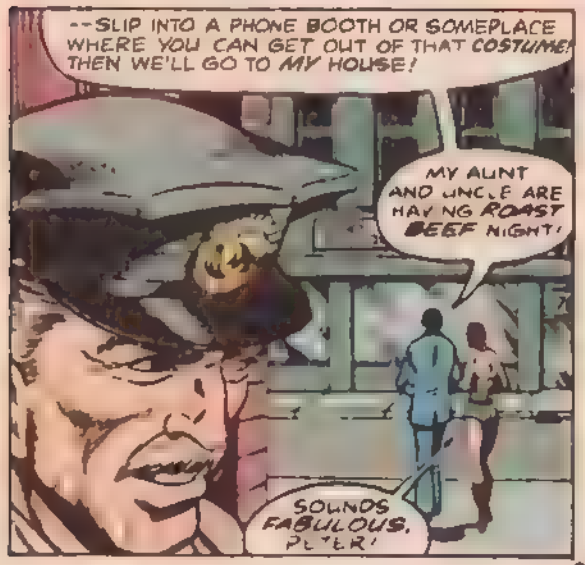
CLINK!

--AND THEN WALKING ALONG THE CEILING!









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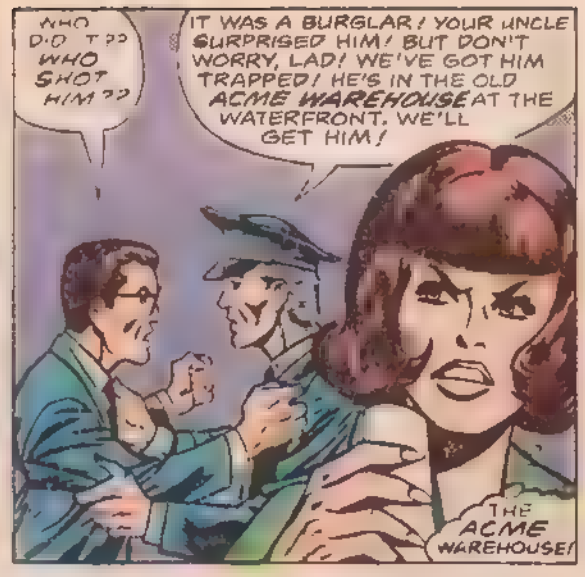
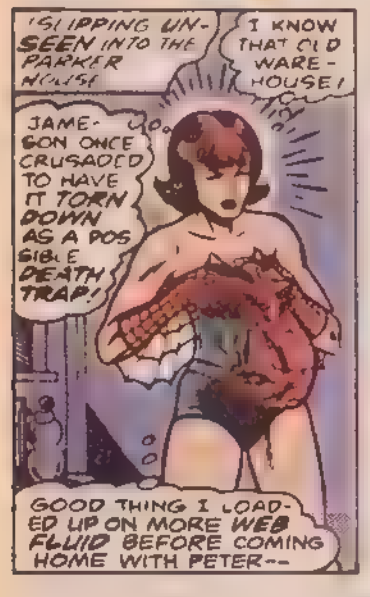
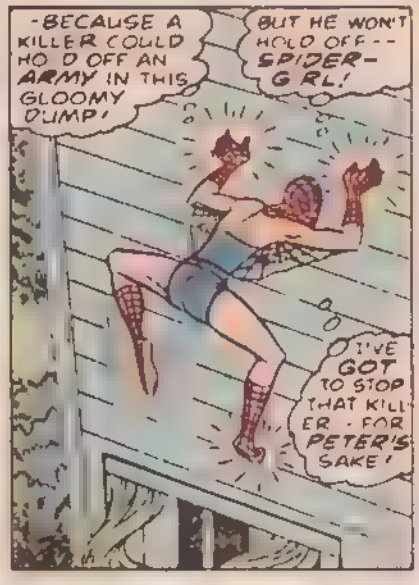
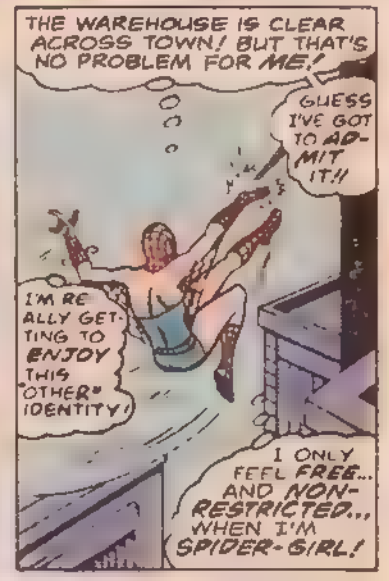
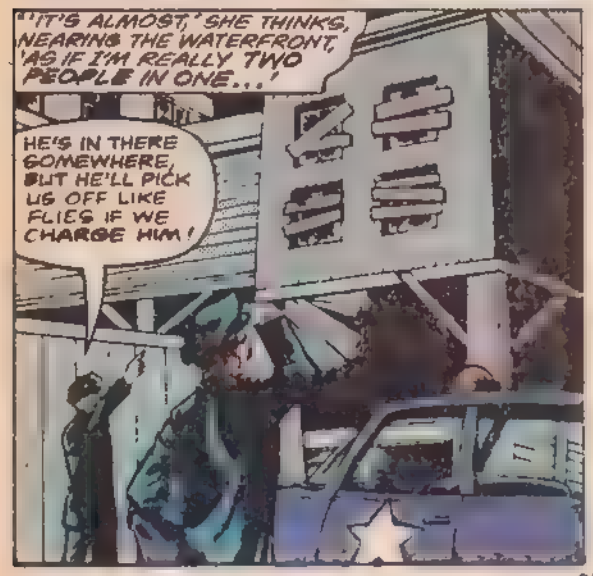
'AND AS ONCE AGAIN EVENTS PARALLEL THOSE ON ANOTHER WORLD..
BAD NEWS, SON -- YOUR UNCLE HAS BEEN SHOT MURDERED!
UNCLE BEN -- DEAD! NO! NO! I CAN'T BE!
OH, PETER! I'M SORRY..


WHO DID IT?? WHO SHOT HIM??
IT WAS A BURGLAR! YOUR UNCLE SURPRISED HIM! BUT DON'T WORRY, LAD! WE'VE GOT HIM TRAPPED! HE'S IN THE OLD ACME WAREHOUSE AT THE WATERFRONT. WE'LL GET HIM!
THE ACME WAREHOUSE!

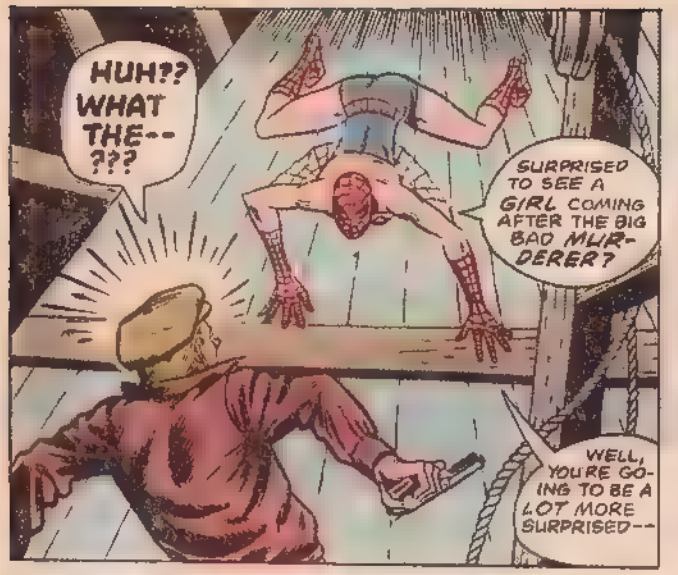

'SLIPPING UNSEEN INTO THE PARKER HOUSE!
I KNOW THAT OLD WAREHOUSE!
JAMESON ONCE CRUSADED TO HAVE IT TORN DOWN AS A POSSIBLE DEATH TRAP!
GOOD THING I LOADED UP ON MORE WEB FLUID BEFORE COMING HOME WITH PETER--

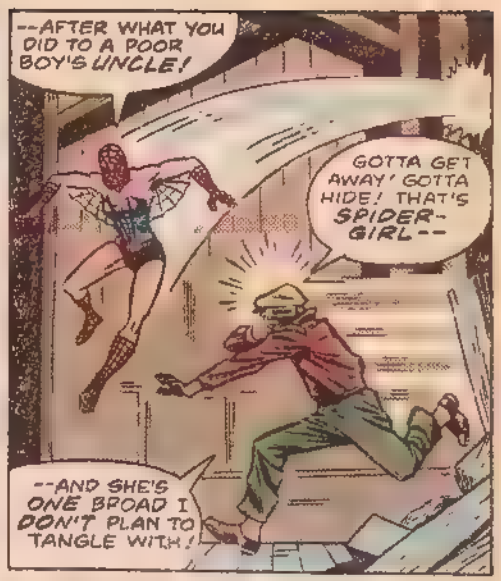

-BECAUSE A KILLER COULD HOLD OFF AN ARMY IN THIS GLOOMY DUMP!
BUT HE WON'T HOLD OFF -- SPIDER-GIRL!
I'VE GOT TO STOP THAT KILLER - FOR PETER'S SAKE!

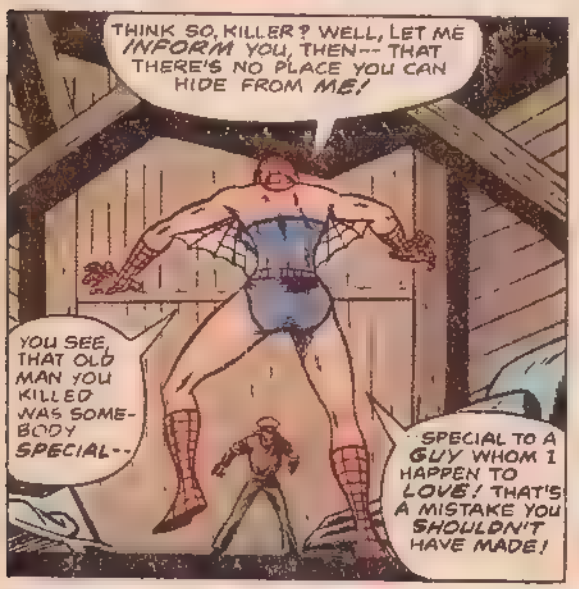

THE WAREHOUSE IS CLEAR ACROSS TOWN! BUT THAT'S NO PROBLEM FOR ME!
GUESS I'VE GOT TO ADMIT IT!!
I'M REALLY GETTING TO ENJOY THIS "OTHER" IDENTITY!
I ONLY FEEL FREE... AND NON-RESTRICTED... WHEN I'M SPIDER-GIRL!

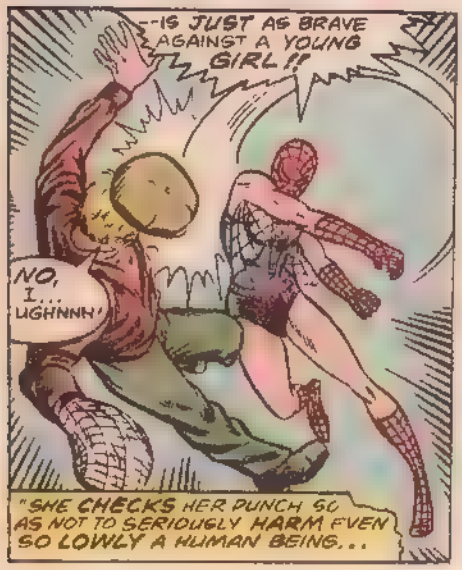

"IT'S ALMOST,' SHE THINKS, NEARING THE WATERFRONT, 'AS IF I'M REALLY TWO PEOPLE IN ONE...'
HE'S IN THERE SOMEWHERE, BUT HE'LL PICK US OFF LIKE FLIES IF WE CHARGE HIM!

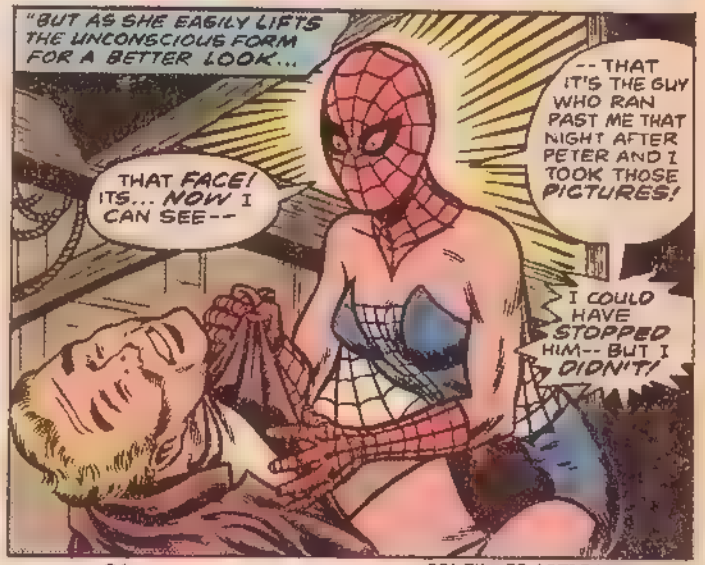
ALL I GOTTA DO IS HOLD 'EM OFF TIL THE MOON DIES DOWN. THEN I OUGHTA BE ABLE TO SLIP AWAY IN THE DARK!
THAT'S PRETTY BRAVE TALK... FOR A LITTLE MAN HOLDING A BIG GUN!
HUH?! THAT'S A CHICK'S VOICE! BUT UP HERE--?!











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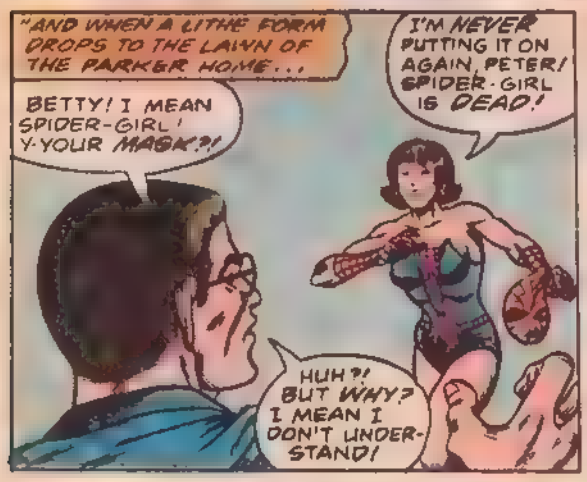
"--AS IS THE FEELING OF GUILT NOW WEIGHING DOWN A YOUNG WOMAN'S SOUL.

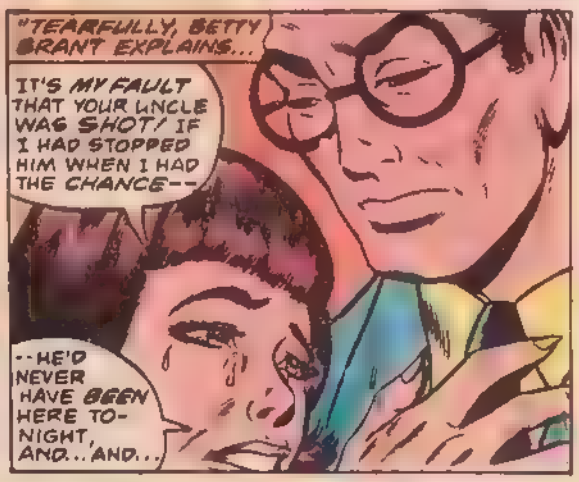
IT'S HIM!

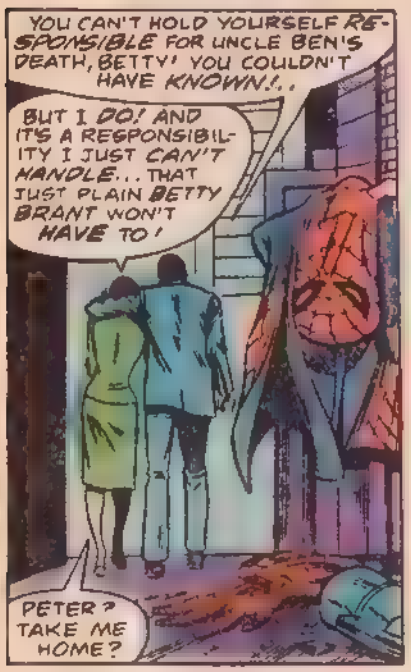
ON A-- SPIDER'S WEB!

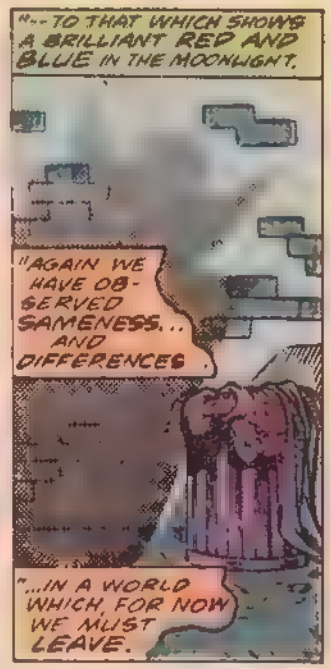
AND THERE'S THE REASON-- SPIDER-GIRL! HUH, I DON'T CARE WHAT THE PUBLISHER HOLLERS ABOUT!

ANYBODY WHO'D DO WHAT SHE JUST DID--AND WHO LOOKS THAT GOOD-- IS OKAY IN MY BOOK!









"FOR THERE IS YET ANOTHER PARALLEL WORLD, IN WHICH A STUDENT NAMED PETER PARKER ATTENDS A RADIOACTIVITY DEMONSTRATION--

"--ALONG WITH SOMEONE ELSE WHO IS INTERESTED IN SCIENCE...

JOHN... JOHN JAMESON!

HOW GOOD TO SEE YOU AGAIN!

IT HAS BEEN A WHILE, HASN'T IT, PROFESSOR, SINCE WE WORKED TOGETHER IN THE SPACE PROGRAM!

ARE YOU STILL A TEST PILOT?

I'M AN ASTRONAUT NOW! AND WHEN I HEARD THAT YOU WERE GIVING A DEMONSTRATION, I...

"THUS, IT PROCEEDS--

"--UNTIL THE INEVITABLE MOMENT...

WHAT--?!

GOOD GRIEF--

THAT MAN WAS BITTEN BY A SPIDER!

JOHN-- ARE YOU ALL RIGHT, SON?

IT STUNG FOR A SECOND, BUT I'LL BE ALL RIGHT! A LITTLE BITE LIKE THIS DOESN'T BOTHER A GUY WHO'S HAD TRAINING LIKE I HAVE!

A SPIDER, HUH? I WONDER IF IT MIGHT'VE GOTTEN A DOSE OF THAT RADIOACTIVITY?

--AND IF SO, IF IT CAUSED ANY CHANGES IN THE SPIDER, MAYBE I SHOULD--

"BUT THIS IS JOHN JAMESON'S STORY, AND SO WE SHALL FOLLOW HIM--

"--TO A GYMNASIUM, IN WHICH UNITED STATES ASTRONAUTS CONTINUE THEIR PHYSICAL TRAINING.

MAN ALIVE, WILL YOU LOOK AT JOHN!!

THOSE WEIGHTS HE'S PRESSING MUST WEIGH ABOUT A TON!

MAYBE THEY DO, FRIEND! BUT TO ME IT'S LIKE LIFTING ONLY A FEW POUNDS!

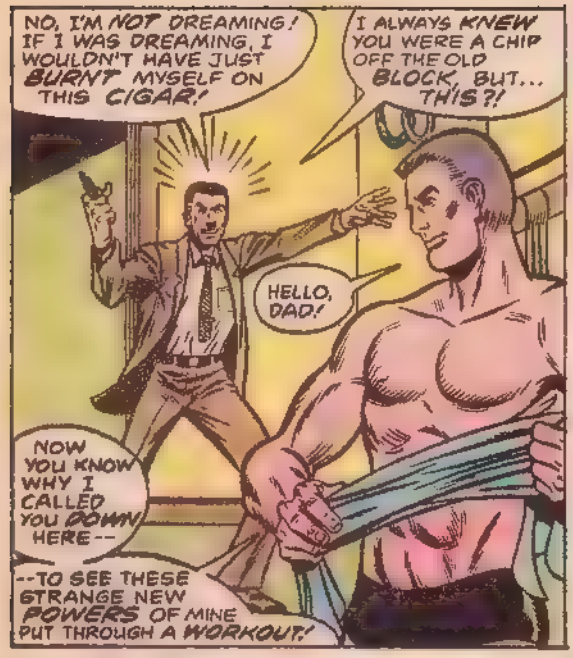
AND THAT'S NOT ALL I'VE DISCOVERED I CAN DO!

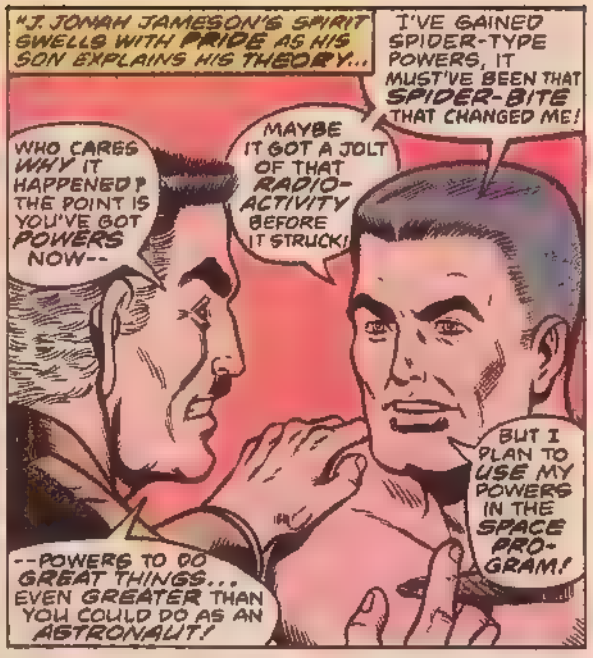
HOW ABOUT THIS?!

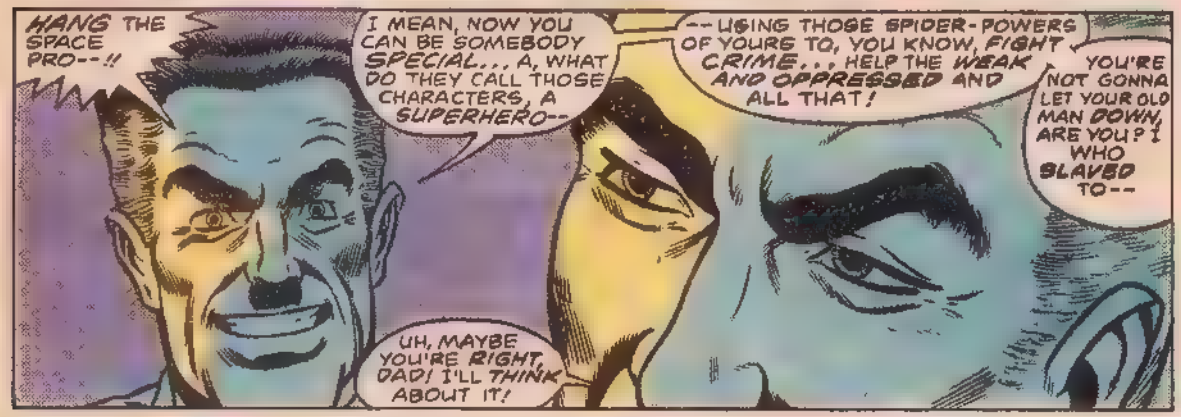
HOLY HANNAH--!!

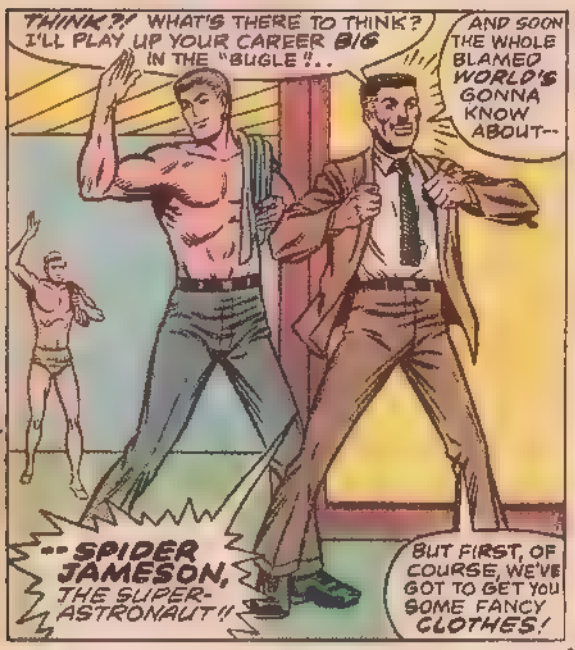
THAT'S MY SON, JUMPING AROUND THE GYM LIKE A HUMAN JACK RABBIT!

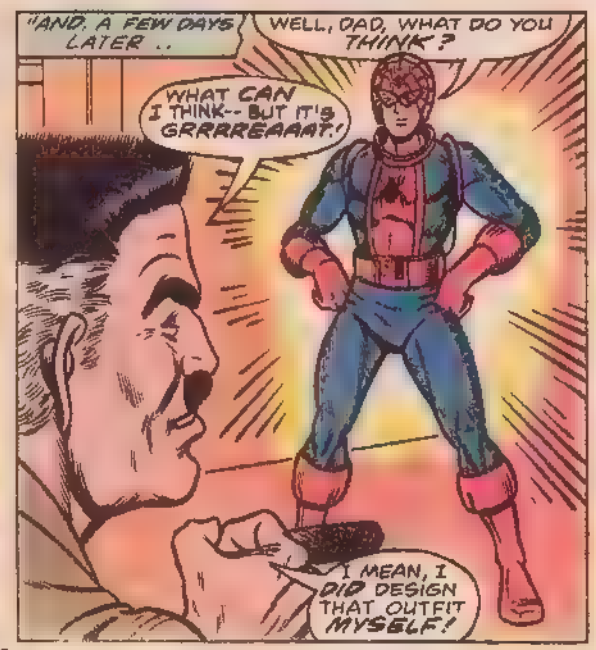
SOMEBODY WAKE ME UP! I'M DREAMING!!


NO, I'M NOT DREAMING! IF I WAS DREAMING, I WOULDN'T HAVE JUST BURNT MYSELF ON THIS CIGAR!
I ALWAYS KNEW YOU WERE A CHIP OFF THE OLD BLOCK, BUT... THIS?!
HELLO, DAD!
NOW YOU KNOW WHY I CALLED YOU DOWN HERE--
--TO SEE THESE STRANGE NEW POWERS OF MINE PUT THROUGH A WORKOUT!


"J. JONAH JAMESON'S SPIRIT SWELLS WITH PRIDE AS HIS SON EXPLAINS HIS THEORY...
I'VE GAINED SPIDER-TYPE POWERS, IT MUST'VE BEEN THAT SPIDER-BITE THAT CHANGED ME!
WHO CARES WHY IT HAPPENED? THE POINT IS YOU'VE GOT POWERS NOW--
MAYBE IT GOT A JOLT OF THAT RADIO-ACTIVITY BEFORE IT STRUCK!
BUT I PLAN TO USE MY POWERS IN THE SPACE PROGRAM!
--POWERS TO DO GREAT THINGS... EVEN GREATER THAN YOU COULD DO AS AN ASTRONAUT!


HANG THE SPACE PRO--!!
I MEAN, NOW YOU CAN BE SOMEBODY SPECIAL... A, WHAT DO THEY CALL THOSE CHARACTERS, A SUPERHERO--
--USING THOSE SPIDER-POWERS OF YOURS TO, YOU KNOW, FIGHT CRIME... HELP THE WEAK AND OPPRESSED AND ALL THAT!
YOU'RE NOT GONNA LET YOUR OLD MAN DOWN, ARE YOU? I WHO SLAVED TO--
UH, MAYBE YOU'RE RIGHT, DAD! I'LL THINK ABOUT IT!


THINK?! WHAT'S THERE TO THINK? I'LL PLAY UP YOUR CAREER BIG IN THE "BUGLE"!..
AND SOON THE WHOLE BLAMED WORLD'S GONNA KNOW ABOUT--
--SPIDER JAMESON, THE SUPER-ASTRONAUT!!
BUT FIRST, OF COURSE, WE'VE GOT TO GET YOU SOME FANCY CLOTHES!


"AND, A FEW DAYS LATER ..
WELL, DAD, WHAT DO YOU THINK?
WHAT CAN I THINK-- BUT IT'S GRRRREAAAT!
I MEAN, I DID DESIGN THAT OUTFIT MYSELF!

"THOUGH THIS WORLD'S J JONAH JAMESON IS BASICALLY THE SAME AS HIS COUNTERPART ON YOUR EARTH -
HIS ATTITUDE TOWARD SUPERHEROES HAD VERY NATURALLY UNDERGONE AN INTERESTING AND ABLE MUTATION...
YEP, THAT'S 'M' BOY, ALL RIGHT!
SURE GLAD MY OLD BUDDIES IN THE SPACE PROGRAM WERE ABLE TO WHIP UP THIS JET-PACK --AND THAT THE "BUGLE" PAID FOR IT!
THIS WAY I CAN STILL SOAR THROUGH THE SKIES, EVEN THOUGH I'M NOT AN ASTRONAUT ANYMORE!
I WAS AFRAID THAT AS A SUPERHERO I'D MISS BEING ABLE TO FLY!
BUT NOW I CAN DO BOTH! AND THIS PACK LETS ME DO THINGS THAT A GROUNDED SPIDER JAMESON COULD NEVER DO!
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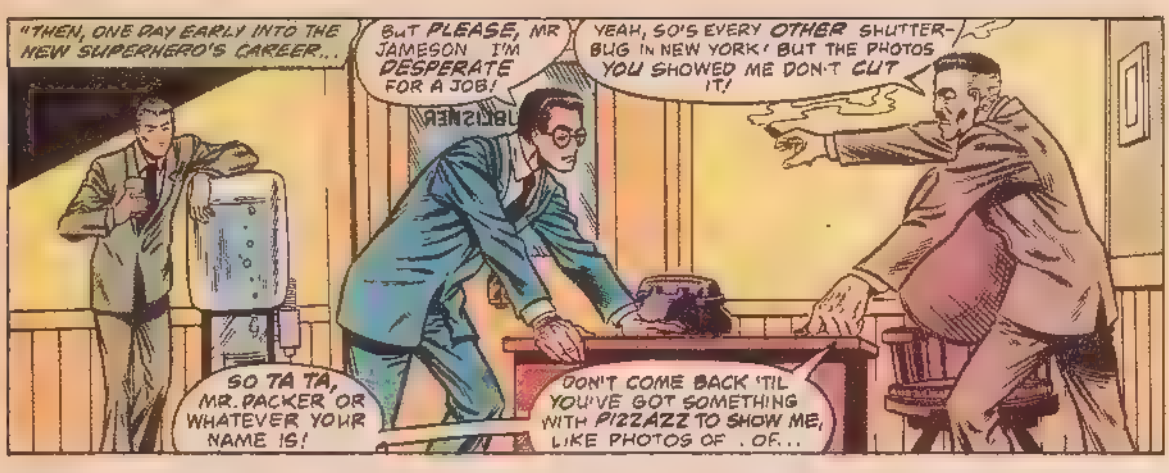
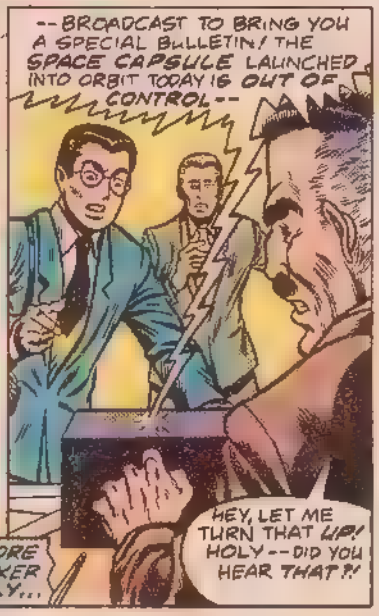
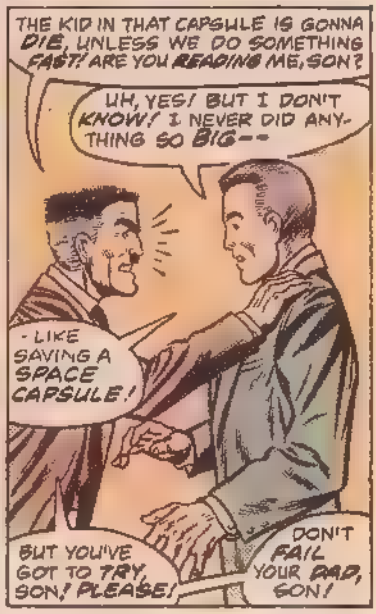
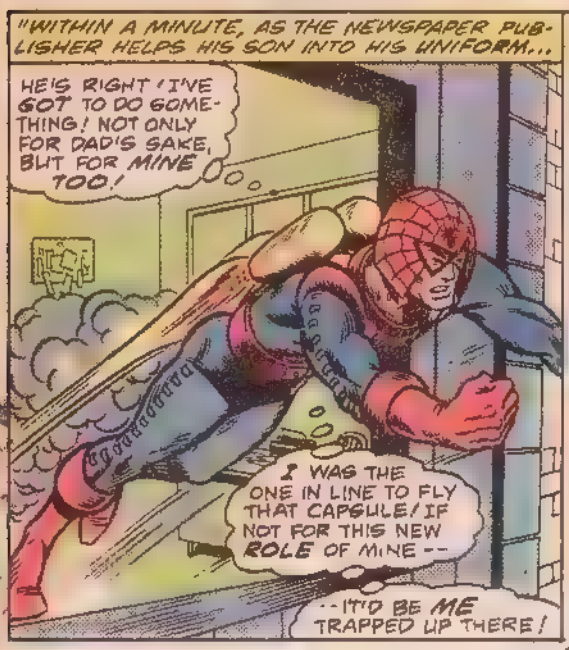
SPIDER JAMESON STOPS PAYROLL THEFT!
EDITORIAL ON NEW YORK'S FABULOUS NEW SUPERHERO
PUBLISHER JAMESON & SON
SPIDER JAMES
FEATS VULT
"AND BEFORE LONG, THANKS TO HIS FATHER'S PUBLIC RELATIONS CAMPAIGN, SPIDER JAMESON'S HEROIC IMAGE GROWS.

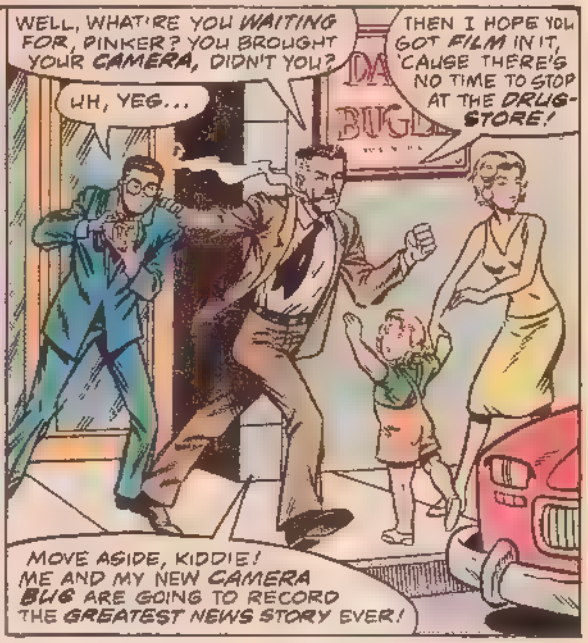

"THEN, ONE DAY EARLY INTO THE NEW SUPERHERO'S CAREER...
BUT PLEASE, MR JAMESON I'M DESPERATE FOR A JOB!
YEAH, SO'S EVERY OTHER SHUTTER-BUG IN NEW YORK! BUT THE PHOTOS YOU SHOWED ME DON'T CUT IT!
SO TA TA, MR. PACKER OR WHATEVER YOUR NAME IS!
DON'T COME BACK 'TIL YOU'VE GOT SOMETHING WITH PIZZAZZ TO SHOW ME, LIKE PHOTOS OF . OF...

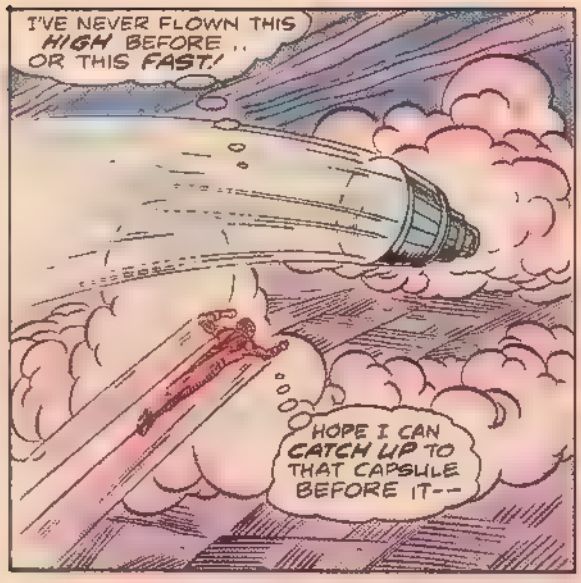
SURE?! I'LL TELL YOU WHAT, BARKER! YOU GET SOME GOOD PIX OF MY SUPER-SON IN ACTION--
--AND YOU GOT YOURSELF A JOB! DEAL?
"BUT BEFORE PETER PARKER CAN REPLY...

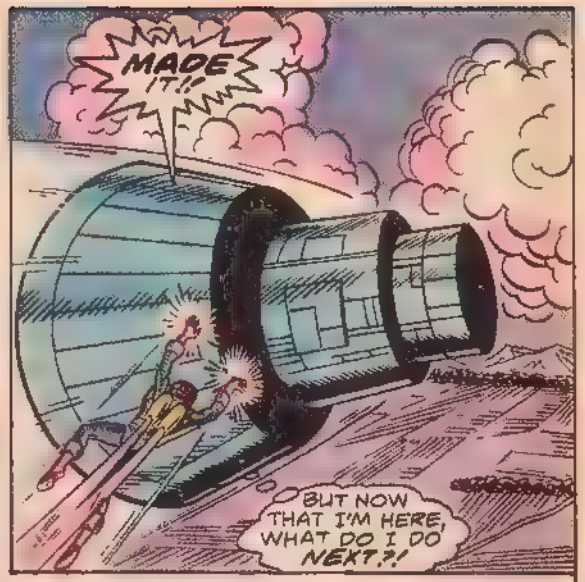

--BROADCAST TO BRING YOU A SPECIAL BULLETIN! THE SPACE CAPSULE LAUNCHED INTO ORBIT TODAY IS OUT OF CONTROL--
HEY, LET ME TURN THAT UP! HOLY--DID YOU HEAR THAT?!

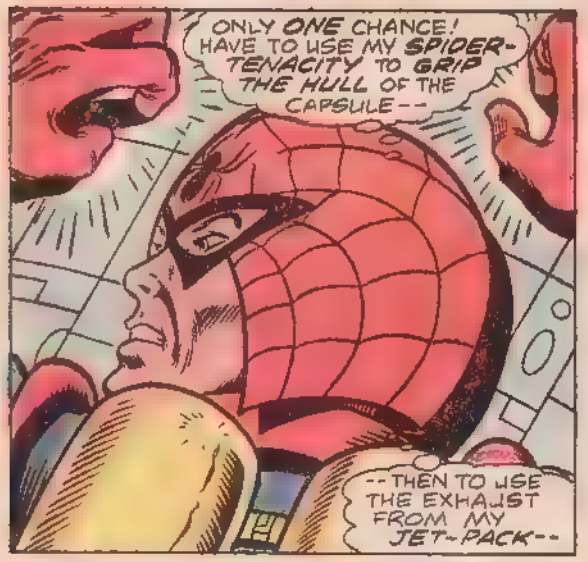

THE KID IN THAT CAPSULE IS GONNA DIE, UNLESS WE DO SOMETHING FAST! ARE YOU READING ME, SON?
UH, YES! BUT I DON'T KNOW! I NEVER DID ANYTHING SO BIG--
-LIKE SAVING A SPACE CAPSULE!
BUT YOU'VE GOT TO TRY, SON! PLEASE!
DON'T FAIL YOUR DAD, SON!

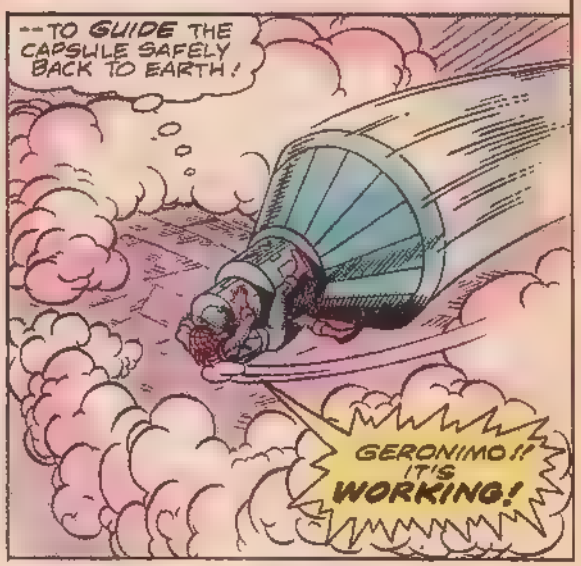

"WITHIN A MINUTE, AS THE NEWSPAPER PUBLISHER HELPS HIS SON INTO HIS UNIFORM...
HE'S RIGHT! I'VE GOT TO DO SOMETHING! NOT ONLY FOR DAD'S SAKE, BUT FOR MINE TOO!
I WAS THE ONE IN LINE TO FLY THAT CAPSULE! IF NOT FOR THIS NEW ROLE OF MINE--
--IT'D BE ME TRAPPED UP THERE!

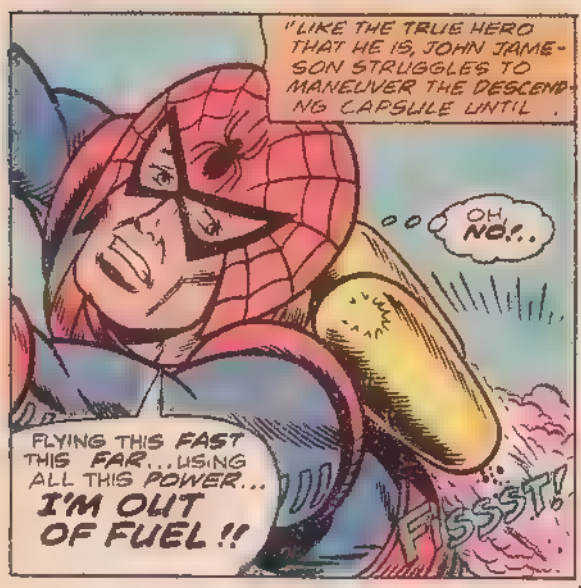

WELL, WHAT'RE YOU WAITING FOR, PINKER? YOU BROUGHT YOUR CAMERA, DIDN'T YOU?
UH, YEG...
THEN I HOPE YOU GOT FILM IN IT, 'CAUSE THERE'S NO TIME TO STOP AT THE DRUG-STORE!
MOVE ASIDE, KIDDIE! ME AND MY NEW CAMERA BUG ARE GOING TO RECORD THE GREATEST NEWS STORY EVER!

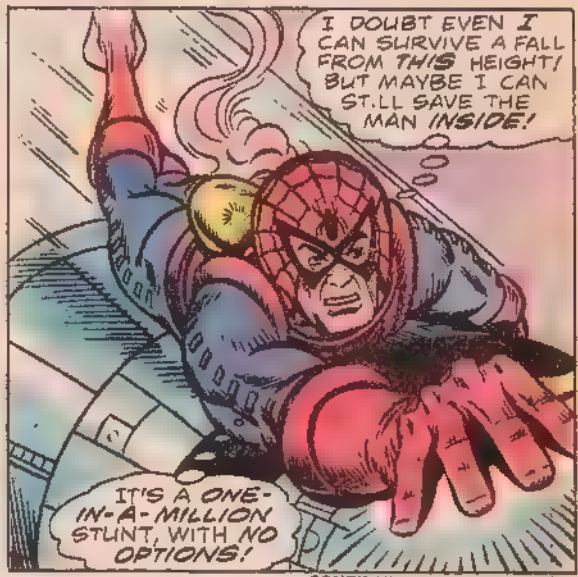












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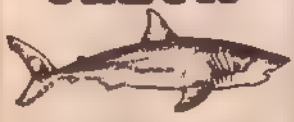
SHARK TEETH



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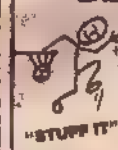

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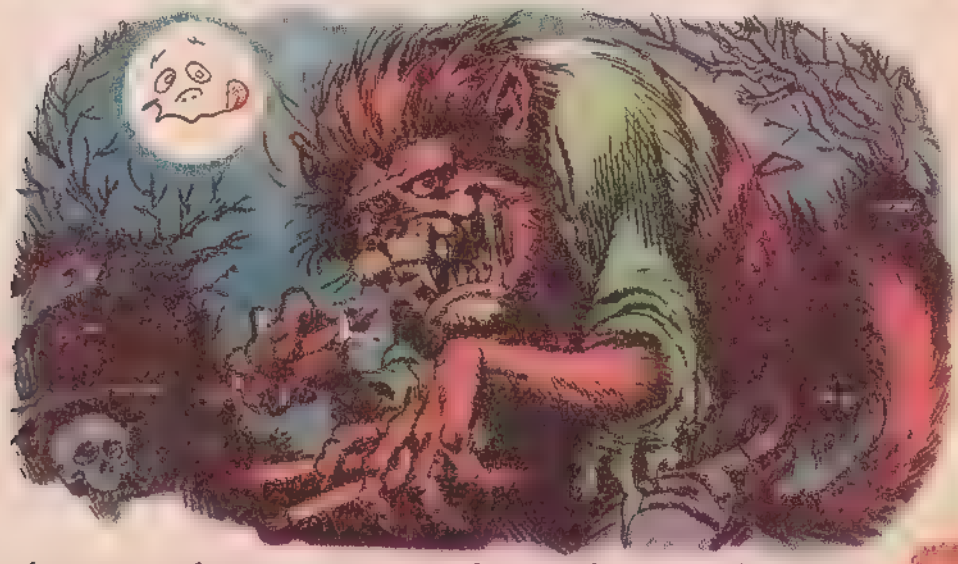

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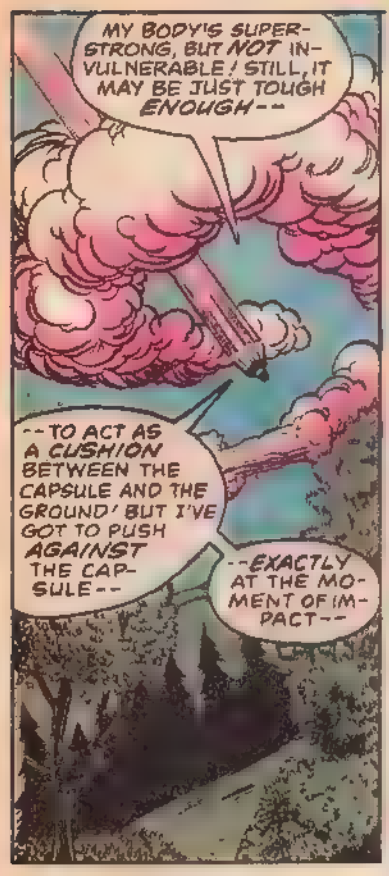
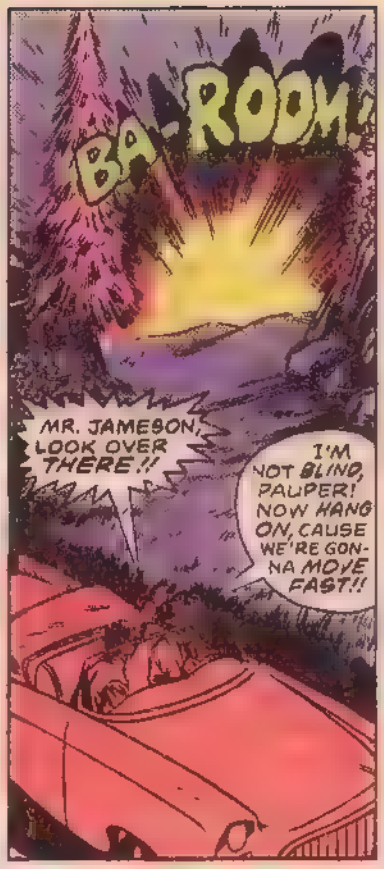
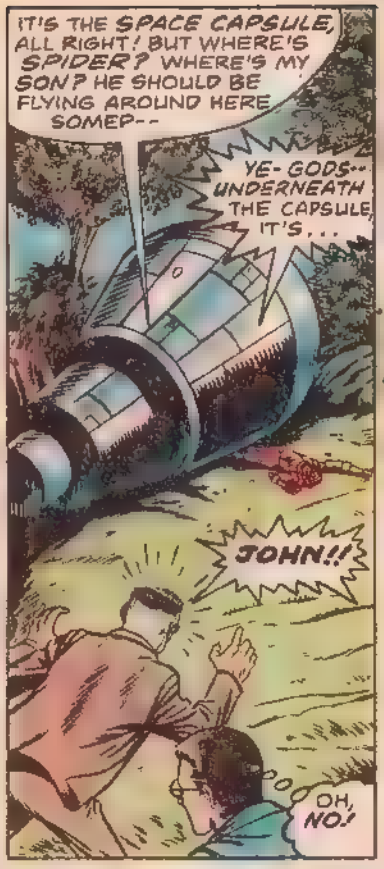
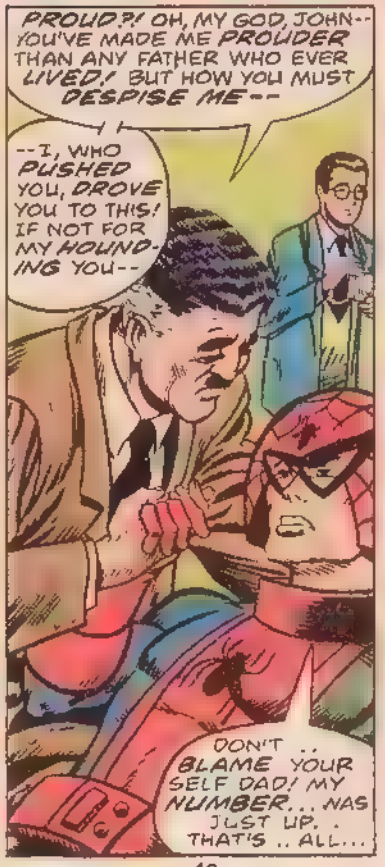
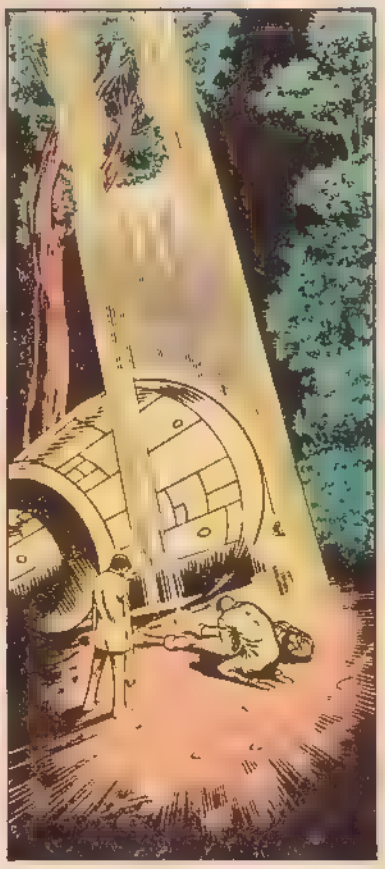

MY BODY'S SUPER-STRONG, BUT NOT IN-VULNERABLE! STILL, IT MAY BE JUST TOUGH ENOUGH--
--TO ACT AS A CUSHION BETWEEN THE CAPSULE AND THE GROUND! BUT I'VE GOT TO PUSH AGAINST THE CAP-SULE--
--EXACTLY AT THE MO-MENT OF IM-PACT--

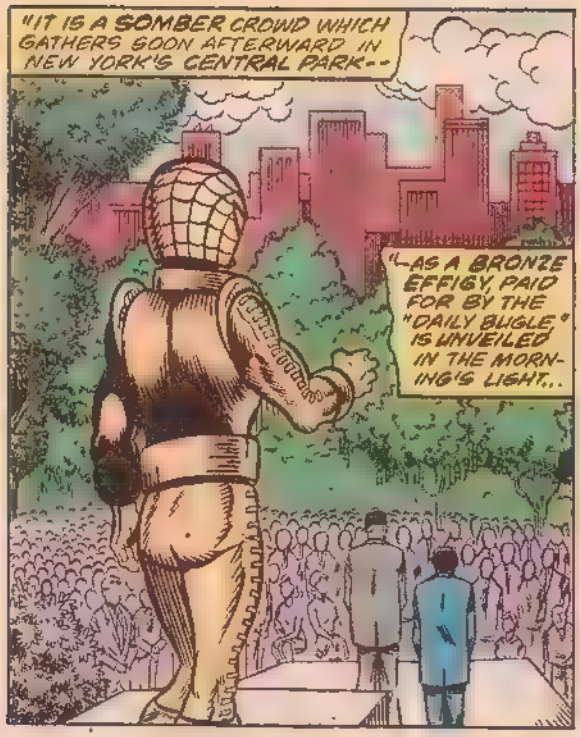

BA-ROOM!
MR. JAMESON, LOOK OVER THERE!!
I'M NOT BLIND, PAUPER! NOW HANG ON, CAUSE WE'RE GON-NA MOVE FAST!!

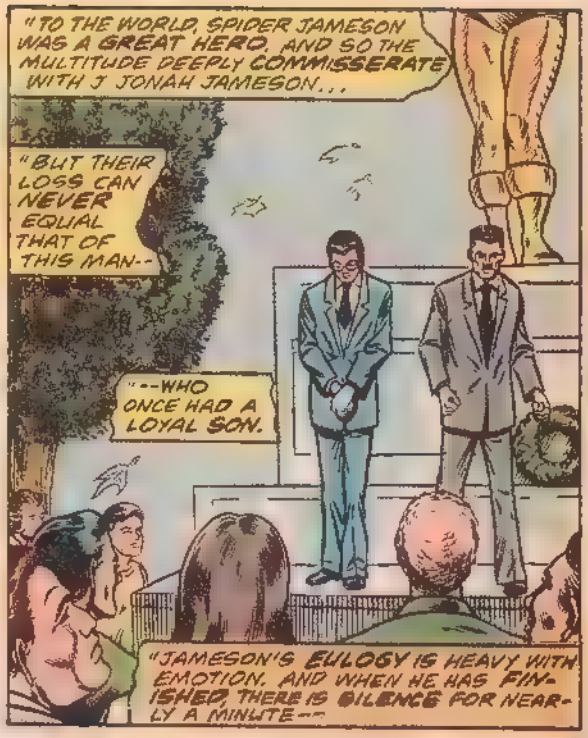

IT'S THE SPACE CAPSULE, ALL RIGHT! BUT WHERE'S SPIDER? WHERE'S MY SON? HE SHOULD BE FLYING AROUND HERE SOMEP--
YE-GODS-- UNDERNEATH THE CAPSULE IT'S...
JOHN!!
OH, NO!

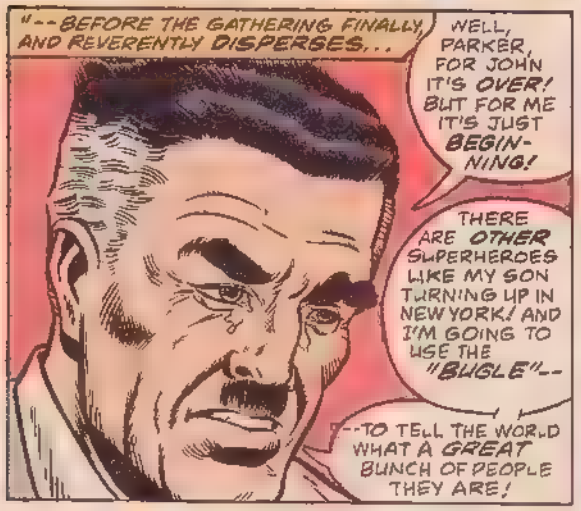
"DESPERATELY, J. JONAH JAMESON PULLS HIS SON FROM BENEATH THE HEAVY CAPSULE, HIS SPIRIT AS CRUSHED AS JOHN'S BROKEN BODY...
DAD... MY STRENGTH... IT SAVED THE ASTRONAUT... INSIDE THE CAPSULE! SAVED ME... FROM DYING... INSTANTLY...
B-BUT... CANT HOLD OUT... MUCH LONGER!
GOT TO KNOW... ONE THING! DAD DID I MAKE YOU PROUD OF ME?

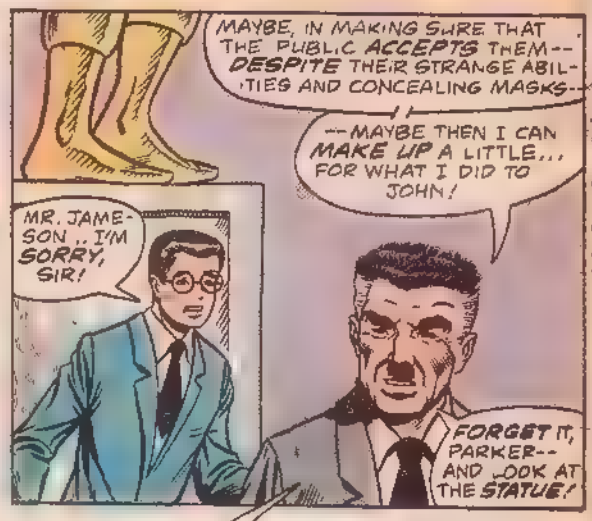

PROUD?! OH, MY GOD, JOHN-- YOU'VE MADE ME PROUDER THAN ANY FATHER WHO EVER LIVED! BUT HOW YOU MUST DESPISE ME--
--I, WHO PUSHED YOU, DROVE YOU TO THIS! IF NOT FOR MY HOUND-ING YOU--
DON'T .. BLAME YOUR SELF DAD! MY NUMBER... WAS JUST UP. . THAT'S .. ALL...

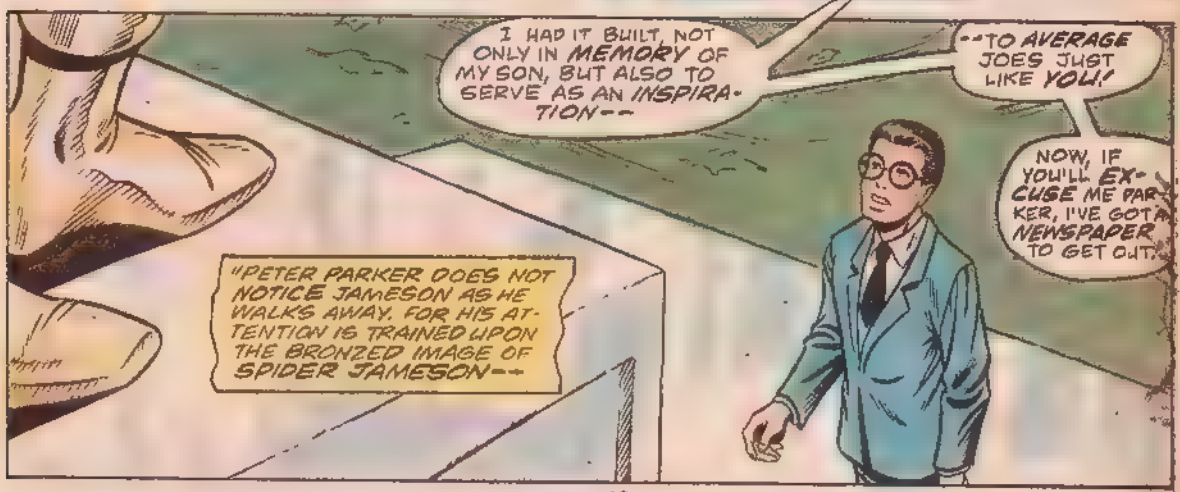



"IT IS A SOMBER CROWD WHICH GATHERS SOON AFTERWARD IN NEW YORK'S CENTRAL PARK--
"--AS A BRONZE EFFIGY, PAID FOR BY THE "DAILY BUGLE," IS UNVEILED IN THE MORNING'S LIGHT...


"TO THE WORLD, SPIDER JAMESON WAS A GREAT HERO, AND SO THE MULTITUDE DEEPLY COMMISSERATE WITH J JONAH JAMESON...
"BUT THEIR LOSS CAN NEVER EQUAL THAT OF THIS MAN--
"--WHO ONCE HAD A LOYAL SON.
"JAMESON'S EULOGY IS HEAVY WITH EMOTION. AND WHEN HE HAS FINISHED, THERE IS SILENCE FOR NEARLY A MINUTE--


"--BEFORE THE GATHERING FINALLY AND REVERENTLY DISPERSES...
WELL, PARKER, FOR JOHN IT'S OVER! BUT FOR ME IT'S JUST BEGINNING!
THERE ARE OTHER SUPERHEROES LIKE MY SON TURNING UP IN NEW YORK! AND I'M GOING TO USE THE "BUGLE"--
--TO TELL THE WORLD WHAT A GREAT BUNCH OF PEOPLE THEY ARE!


MAYBE, IN MAKING SURE THAT THE PUBLIC ACCEPTS THEM-- DESPITE THEIR STRANGE ABILITIES AND CONCEALING MASKS--
--MAYBE THEN I CAN MAKE UP A LITTLE... FOR WHAT I DID TO JOHN!
MR. JAMESON.. I'M SORRY, SIR!
FORGET IT, PARKER-- AND LOOK AT THE STATUE!


I HAD IT BUILT, NOT ONLY IN MEMORY OF MY SON, BUT ALSO TO SERVE AS AN INSPIRATION--
--TO AVERAGE JOES JUST LIKE YOU!
NOW, IF YOU'LL EXCUSE ME PARKER, I'VE GOT A NEWSPAPER TO GET OUT.
"PETER PARKER DOES NOT NOTICE JAMESON AS HE WALKS AWAY. FOR HIS ATTENTION IS TRAINED UPON THE BRONZED IMAGE OF SPIDER JAMESON--

--EVEN AS WE DEPART HIS PARTICULAR EARTH TO RETURN . WHERE?

I HAVE SHOWN HOW APPARENTLY TRIVIAL INCIDENTS CAN ALTER THE COURSE OF HISTORY...

AND I HAVE SPOKEN OF FATE -- THAT INEVITABLE END TOWARD WHICH CERTAIN BEINGS ARE INESCAPABLY DRAWN! BEHOLD, THEN --

-- A FATEFUL SCENE WHICH OCCURS SOON AFTER EACH OF THESE SERIES OF TRAGIC EVENTS...

"A SCENE WHICH, IN ALL THREE CASES IS IDENTICAL... AND INVOLVING PETER PARKER...

YES, I'M SURE GLAD I SAVED THAT DEAD SPIDER!

SOMETHING ABOUT THAT SPIDER'S BITE CAN APPARENTLY GIVE A PERSON SUPER POWERS, MAKING HIM LIKE A HUMAN SPIDER!

IF I COULD SOMEHOW ISOLATE THAT SOMETHING...

"THERE BEGIN THE COUNTLESS ANALYSES.. THE CALCULATIONS...

"UNTIL, LATE ONE NIGHT IN THE HOME LABORATORY OF A WEARY PETER PARKER..

I'VE MANAGED TO EXTRACT THE LAST VESTIGE OF THAT SPIDER'S VENOM--

-AND USE IT IN THE PREPARATION OF THIS SERUM!

HAVE NO IDEA IF THIS LL REALLY WORK...

BUT AT THE RISK OF TURNING INTO MR. HYDE... OR ENDING UP WITH THE WORLD'S WORST BELLYACHE--

LET'S FACE IT, WHAT'S A LOSER LIKE PETER PARKER... UH, GOT TO LOSE?!

-- HERE GOES!!

"AS HE SWALLOWS THE POTION, PETER'S INSIDES SURGE WITH BURNING ENERGIES.

"THEN, AS THE WIERD SENSATIONS CEASE, AND PETER AGAIN STARTS TO FEEL 'NORMAL'...
PARKER, YOU'VE HIT THE JACKPOT!!
YOU'VE GIVEN YOURSELF THE POWERS OF THAT SPIDER... AND DIDN'T EVEN HAVE TO GET BITTEN!
"AND SO, IT HAPPENS THAT, UPON EACH OF THESE THREE EARTHS...
GANGWAY, PEOPLE--BECAUSE HERE I COME...
"BY NOW IT SHOULD BE OBVIOUS, THAT IT REQUIRES MORE THAN JUST THE BITE OF A RADIOACTIVE SPIDER.
...YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!!
"...MORE THAN JUST THE POWERS AND GIMMICKS.
"IN TRUTH, IT REQUIRES A SPECIAL BREED OF PERSON, POSSESSED OF CERTAIN QUALITIES--
"--QUALITIES WHICH MAKE UP THE INDIVIDUAL NAMED PETER PARKER."
YOU SEE, THEN, THAT IT WAS DESTINY'S PLAN FOR PETER PARKER TO BECOME THE AMAZING SPIDER-MAN!
AND IT IS MY TASK TO OBSERVE THIS SPIDER-MAN, ON ANY OF THE WORLDS UPON WHICH HE EXISTS...
THUS MUST IT EVER BE! FOR I AM... THE WATCHER!
THE END.

WHY NOT?

c/o MARVEL COMICS GROUP, 575 MADISON AVE. N.Y.C. 10022

SPECIAL NOTE (SO WHAT ELSE IS NEW?): Well, the *big* news around mixed-up Marvel this month is that our first few issues of WHAT IF were such smash sell-outs that Stan the Man wants the mag to go *monthly* just a couple of issues from now—as soon as Rascally Roy and his California cohorts (with a bit of help, natch, from the Eastern Seaboard) can gear themselves for the task.

Because of that fact, we're going to hold off comments on ish #5 till next time, so that you rhapsodizin' readers, who've never been too shy about that sort of thing, can get your sixty cents' worth in.

For the past year now WHAT IF has received more mail than almost any other Marvel title, and a goodly portion of it has contained suggestions of parallel-world stories for the wondrous Watcher to narrate. Thus, the time has come at last to *list* some of the ideas which Marveldom Assembled has sent us over the months. For the most part, we're limiting ourselves to ideas which have been submitted by more than one letter-writer, thus indicating that that concept may be one which appeals to *many* readers.

And here's where *you* come in: We'd like each and every one of you who's interested in seeing a particular theme explored in WHAT IF to send us a letter or (preferably) a postcard listing his *top three choices* for future tales. Roy will tabulate the results when the mail is forwarded from Manhattan, and, unless there's some last-minute hang-up, try to make the most popular ideas the basis of WHAT IF sagas over the next twelve issues or so. (In fact, hard pressed as he and the Bullpen are to come up with WHAT IF plots, he can practically *guarantee* it!)

Ready— set— so start *readin'*, already—!

WHAT IF... Gwen Stacy hadn't died?

WHAT IF... Rick Jones had become the Hulk instead of Bruce Banner?

WHAT IF... several different super-heroes (such as Spider-Man, Daredevil, and the Sub-Mariner) had formed the Avengers, instead of Thor and company?

WHAT IF... Peter Parker hadn't lost those four extra arms he gained in SPIDER-MAN #100?

WHAT IF... the Thing married Alicia Masters and they had a child?

WHAT IF... Aunt May died?

WHAT IF... all Marvel's baddies teamed up to fight all its heroes?

WHAT IF... Tony Stark had never been struck by shrapnel?

WHAT IF... that burglar in AMAZING FANTASY #15 had killed Aunt May instead of Uncle Ben?

WHAT IF... someone besides Steve Rogers had been given the Super-Soldier Formula back in '41?

WHAT IF... Jane Foster had succeeded in becoming an immortal and marrying Thor?

WHAT IF... the Inhumans had never been discovered by the outside world?

WHAT IF... Doc Ock and Aunt May actually got married?

WHAT IF... General Ross had been hit by gamma rays instead of Bruce Banner?

WHAT IF... the real-life Bullpen had gotten super-powers instead of the Fantastic Four?

WHAT IF... the Sub-Mariner actually conquered the surface world?

WHAT IF... various super-heroes of the 1950's had formed a super-group (Marvel Boy, Venus, 3D-Man, etc.)?

WHAT IF... the Silver Surfer had not lost his space-spanning powers?

WHAT IF... Nova was a girl?

WHAT IF... Peter Parker had been bitten by a radioactive *fly*? (Note: Other suggestions included, believe it or don't, a *mosquito*!)

WHAT IF... Magneto, not Professor X, had gathered the five young mutants together and turned them into super-villains?

WHAT IF... someone besides Don Blake had found Thor's magic hammer that fateful day in Scandanavia?

WHAT IF... J. Jonah Jameson had become Spider-Man?

WHAT IF... Howard the Duck had been elected President in '76?

WHAT IF... Dr. Strange had become the disciple of Dormammu, instead of the Ancient One?

WHAT IF... the Watcher had *never* interfered in earth's affairs?

WHAT IF... Captain America had died in World War Two, but Bucky had been frozen in suspended animation, for twenty years?

WHAT IF... Daredevil had had his sight all along, or else regained it for good?

WHAT IF... Captain America had been created in World War *One*?

WHAT IF... the Fantastic Four had gone their own way at the beginning, instead of forming a team?

WHAT IF... a human being fell into Howard the Duck's world?

WHAT IF... there was a sequel to WHAT IF #1, in which Spider-Man joined the F.F.?

WHAT IF... the whole world knew that Peter Parker was Spider-Man?

WHAT IF... Daredevil had told the world he was blind?

WHAT IF... Shang-Chi and his father Fu Manchu were the best of buddies?

WHAT IF... Captain America and Bucky had *both* survived World War Two?

WHAT IF... Spider-Man had stopped the burglar in AMAZING FANTASY #15 before he killed *anyone*?

WHAT IF... Conan defeated Red Sonja in combat?

WHAT IF... the Avengers and the Fantastic Four merged into one big super-team?

WHAT IF... Howard the Duck joined the Avengers? Or the F.F.?

WHAT IF... Aunt May learned her nephew was Spider-Man?

WHAT IF... the original Human Torch had never died?

WHAT IF... Bruce Banner and Rick Jones had *both* become Hulks?

WHAT IF... Wonder Man hadn't died in AVENGERS #9? (Or was it #10?)

WHAT IF... Iron Man had to wear full armor at all times?

WHAT IF... the second "War of the Worlds" happened today, instead of in 2001?

WHAT IF... Peter Parker's parents hadn't died, so that he was raised by them, not Aunt May?

WHAT IF... Ultron hadn't erased the Human Torch's memory from the Vision?

WHAT IF... Johnny Storm had married Crystal?

WHAT IF... Spider-Man got married (either in the past to Gwen Stacy, or in the present to Mary Jane)?

WHAT IF... the Fantastic Four had been turned into villains by the cosmic rays?

And there you *have* it, friends and neighbors— a couple dozen or so of the most-requested concepts for future issues of WHAT IF, culled from a virtual mountain of mail over the past twelvemonth. (Whew! Now Roy can finally clean out his WHAT IF letters-folder to get to the missives which deal with current stories!)

Meanwhile, see you next ish when we'll present at last (hopefully) the long-promised story of Conan in the twentieth century, as seen by the award-winning team of Thomas and Buscema. Till then, WHAT IF... Rascally Roy had never dreamed up this nutty idea in the first place? (He'd get a lot more sleep, that's what!) *Ciao!*

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